Disney

THEY DREW AS THEY PLEASED

THE HIDDEN ART *of* DISNEY'S MID-CENTURY ERA

THE 1950s AND 1960s

BY Didier Ghez

FOREWORD BY Eric and Susan Goldberg

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CHRONICLE BOOKS

SAN FRANCISCO

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PAGE 2: Concept for *Peter Pan* by Mary Blair. Courtesy: Don Hahn.

RIGHT AND OPPOSITE: From an early model sheet for *Sleeping Beauty* by Tom Oreb.

PAGE 6: Concept for *Cinderella* by Mary Blair. Courtesy: Heritage Auctions.

All of the artwork featured in this volume comes from the Walt Disney Animation Research Library or the Walt Disney Archives, unless specified otherwise in the captions.

To my friend, detective, and fellow Disney historian, Joe Campana,
the man without whom this book series would not be what it is.

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FOREWORD

Okay, everyone, time to don your pith helmets. Historian and animation archaeologist Didier Ghez has unearthed more treasures for our delectation. This time, Didier has concentrated on the work of Tom Oreb, John Dunn, Walt Peregoy, Lee Blair, and Mary Blair. As well as uncovering many never-before-published pieces of stunning art, Didier also digs deeper into the motivations and frustrations of these legendarily talented Disney artists. Their backstories are every bit as intriguing as their artwork is beguiling.

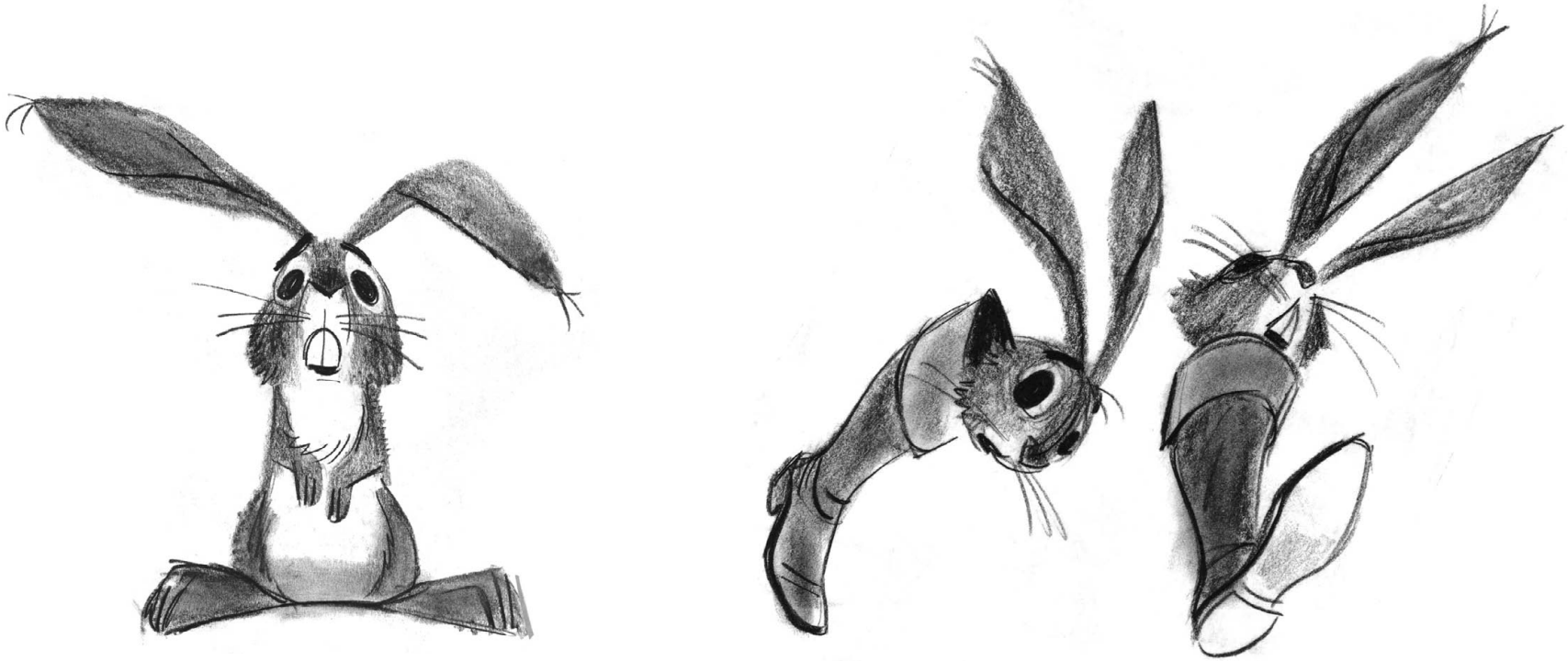
And what artwork!

Tom Oreb and John Dunn are still relatively obscure names to even die-hard Disney fans, but their contribution to the studio's product from the 1950s is formidable. We get to see how Oreb's character design was seminal to *Toot, Whistle, Plunk and Boom* and *Sleeping Beauty*. Oreb's designs fit amazingly well in layout and background artist Eyvind Earle's worldview, and they gave the great animators like Marc Davis huge inspiration when refining their characters during the animation process. Oreb also designed a number of TV commercials, even giving Mickey and his pals a '50s makeover—which didn't always pay off to Walt's satisfaction!

John Dunn was known for his inventive, outrageous humor—the perfect artist for Ward Kimball to tap for his *Man in Space* series, especially the crazy *Mars and Beyond* sequence. Aside from being a fast and prolific story artist, Dunn designed many of the more offbeat outer space creatures featured in the animation.

The irascible Walt Peregoy, a color stylist of the highest order, was also his own best fan and cheerleader. His salty remarks and disdain for practically anyone else's art certainly did not endear him to many, but his work on *One Hundred and One Dalmatians* will forever secure his place in animation history. Peregoy's muted palette of grays and blues perfectly set the film's time and place in early 1960s London. His modernist "coloring-outside-the-lines" technique on the *Dalmatians* backgrounds was exactly what the project needed to blend with the Xerox-line layouts. Interesting to also note his rivalry with Eyvind Earle (whose work didn't much impress him), although he could imitate him to a tee when necessary!

It's an eye-opener to see Lee Blair's work featured here. With a strong background in watercolor painting, Blair's concept art for *Pinocchio* is nothing short of breathtaking, particularly his paintings for the "Pleasure Island" and underwater sequences in the



ABOVE: Character designs for *Sleeping Beauty* by Tom Oreb.

film. His work on "The Dance of the Hours" sequence in *Fantasia* also helped define that piece's look and humor. Blair was so adept at watercolor art that it is surprising to learn that he was disappointed that he didn't make the grade as an animator!

And then there's Lee's other half, the incomparable Mary Blair. Mary Blair has had many imitators (yes, even today) but none of them can even approach her completely unique sense of color, shape, design, and the absolute charm that suffused all her work. To say that she was a major influence on the art of animation is an understatement. Walt Disney himself was enchanted by her work, and frequently challenged the animators to get her work on the screen—to their grumbling consternation. From Mary's artistic flowering during the Latin American "El Grupo" trip, her unique work set the tone for *The Three Caballeros*, *Cinderella*, *Peter Pan*, *Alice in Wonderland*, and a host of shorts and sequences for the 1940s package features—much of which is on glorious display in this volume. It's been said that no one could put two colors together like Mary Blair, and Didier has provided us with ample, eye-popping evidence here.

Of course, Mary Blair had a whole other career for Disney, providing charming and sophisticated designs for the park attractions created by Imagineering in the 1960s. Our personal friendship with Disney animator Marc Davis—and especially his wife and famed costume designer Alice Davis—has provided us with many great stories about their working relationship with Mary when Alice created the costumes for Mary's character designs for the Disneyland ride *it's a small world*. We feel a strong personal connection to both Mary and Alice, whose work continues to provide inspiration for Susan's approach to art direction and Eric's general geekiness about how wonderful it all looks. (Hey, Didier, when are you going to do a volume about Mary Blair's Imagineering stuff? Just saying.)

We hope you enjoy this latest Didier delve into great Disney art, and the people who made it happen.

—ERIC AND SUSAN GOLDBERG

PREFACE

Prosperity and protest, those were American hallmarks of the 1950s and 1960s.

With the world recovering from World War II, the mood in the country was optimistic: science and technology were looking to the stars; families were moving to newly constructed homes in the suburbs; and workers saw their wages increase each year for the first time in decades. The Disney Studios embraced this national spirit of enthusiasm and also explored artistic tones inspired by the counterculture. With the launch of *Cinderella* in 1950, the fortunes of the company, which had been impacted by the war, began to improve. Making its first forays into television, a new generation of artists experimented with modern designs that broke the "Disney mold"; and in 1955, Walt led the company in brand new directions with the opening of Disneyland. Once again, the studio was firing on all cylinders.

Despite the studio's artistic revolution during this period, led largely by artists such as Tom Oreb, John Dunn, and Walt Peregoy, I only recently realized its full effects. After all, most Disney history books tend to focus heavily on the 1930s and 1940s—Disney's Golden Age—and downplay the later decades. I was fascinated by what I discovered in Amid Amidi's seminal book *Cartoon Modern: Style and Design in Fifties Animation* (Chronicle Books, 2006) and decided to interview some of the mid-century "Young Turks"—layout men Ray Aragon and Vic Haboush, and background artist Walt Peregoy. It turns out these artists are some of the unsung heroes of later Disney styles.

But as unsung heroes, many of their stories have been lost—or partially lost.

As I ventured into writing this volume, I was both excited and frightened. Would I be able to pay proper homage to character designer Tom Oreb? Would I succeed in uncovering the precise chronology and scope of the science projects of the '50s that absorbed so much of Ward Kimball and John Dunn's creative energies? Would I be able to understand the unconventional personality of Walt Peregoy (a conflicted artist if there ever was one)? The challenge was, needless to say, an exhilarating one.

In the first volume of this series, I mentioned that I had decided not to focus on artists like Mary Blair and Joe Grant who had been explored at length in previous art books. However, when I started working on this volume, I quickly realized that omitting the highly influential Mary Blair would be a mistake. Fortunately, I was able to uncover enough never-before-released artwork and

unpublished documents about her research trips to put together a chapter that builds onto what previous historians, chief among them John Canemaker, had already unearthed about her life and career.

You will notice that the Mary Blair and Walt Peregoy chapters focus mostly on their animation careers, not on their Imagineering accomplishments, which deserve a book unto themselves.

Since Mary's career was inextricably linked to her immensely talented husband Lee Blair, I knew that he also deserved his own chapter, which meant that this volume would open in the 1930s and close in the early 1980s (thanks to Walt Peregoy's extensive career). I found this vast timeline to be a challenging goal for a single book, but one that I entered with eagerness, inspired by the immensely talented artists that I encountered along the way.

The test those artists and Walt Disney himself faced during Disney's "Modern Age" was a daunting one: seducing traditional Disney audiences while creatively embracing modernity. They passed it with flying colors.

RIGHT: Character design for *Sleeping Beauty* by Tom Oreb.

1954

The year: 1954.

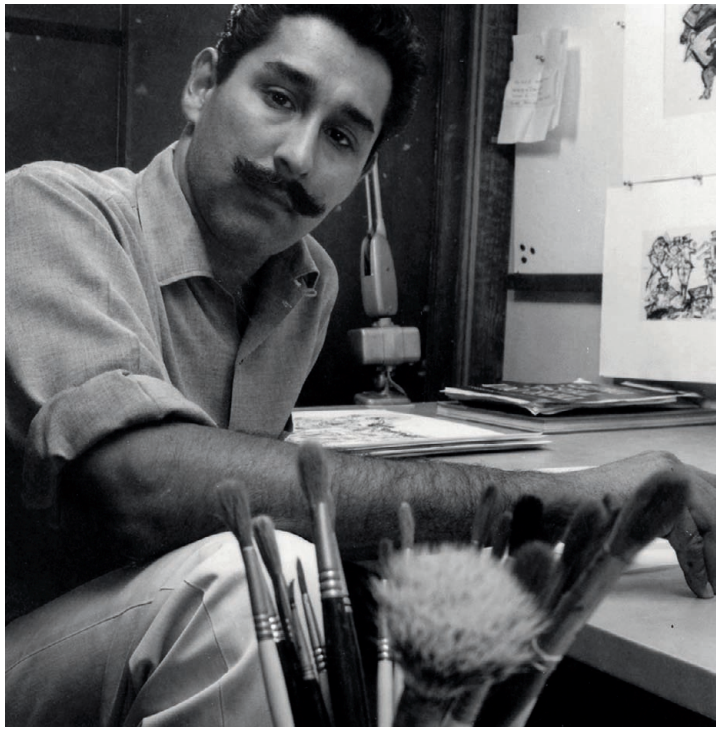
The place: Burbank, California.

The flurry of activity at the Disney studio was mind-boggling—a blur of art, production scripts, and architectural drawings. After restrictions brought on by the war, Walt Disney was making up for lost time. He began producing live-action films and a weekly TV series; continued creating animation and the True-Life Adventures documentary series; he was even developing a theme park. Despite the broad range of activity, all the projects bore the unmistakable vision of Walt, a vision that was evident in even the smallest of details.

Animated features *Cinderella*, *Alice in Wonderland*, and *Peter Pan*—all heavily influenced by the designs of Mary Blair, whose sense of color and naïve style delighted Walt Disney—dominated the early 1950s. But by the mid-1950s, Mary's influence was fading. Starting with the animated shorts *Adventures in Music: Melody* (1953) and the feature *Sleeping Beauty* (1959), the second half of the 1950s and the 1960s were marked by the emergence of a new group of artists whose mid-century modern and graphic sensibilities led Disney in new stylistic directions. The new blood included layout and background artists Eyvind Earle, Vic Haboush, Ray Aragon, Jacques Rupp, and Walt Peregoy. Along with story artists Tom Oreb and John Dunn, they helped reshape the Disney style for a 1950s audience.

Visions of "Modernism" coursed through their veins. Earle had studied the works of Van Gogh, Cézanne, Rockwell Kent, and Georgia O'Keeffe before finding his own style at the age of twenty-one. Peregoy admired the Mexican muralists David Siqueiros, Diego Rivera, and José Clemente Orozco, and the French painter and sculptor Fernand Léger had been his teacher. Tom Oreb was influenced by Saul Steinberg, George Grosz, David Stone Martin, Ronald Searle, and Pablo Picasso.

The Disney studio needed this creative shot in the arm. In the 1930s, Disney had won all eight Academy Awards for Best Animated Short Film. In the 1940s, MGM dominated the category, leaving Disney with only two awards. And in 1950, newcomer United Productions of America (UPA) won the Oscar for its animated short *Gerald McBoing-Boing*.



ABOVE LEFT: Layout artist Vic Haboush photographed by Ray Aragon. Courtesy: Lena Aragon.

ABOVE RIGHT: Layout artist Ray Aragon. Courtesy: Lena Aragon.

A story in the *Time* magazine dated February 5, 1951, shed light on Disney's perceived fall as the preeminent animation studio:

> Walt Disney did not father the animated cartoon, but he has been its outstanding foster parent. Disney's child, however, seemed no brighter or more grown-up in 1950's *Cinderella* than in Disney's *Snow White and the Seven Dwarfs*. Last week a different kind of movie cartoon was being turned out by a one-time Disney hand named Stephen Bosustow and his bustling United Productions of America . . . *Gerald McBoing-Boing* tells a funny story about a small boy whose efforts to talk produce only such sound effects as "Boing! Boing!" Everything about the film is simple but highly stylized: bold line drawings, understated motion, striking color and airy design in the spirit of modern poster art, caricatured movements and backgrounds as well as figures.

Vic Haboush was convinced that this very article led to his being hired.

> The reason I got hired [at Disney in 1952] was that there was a big article in *Time* magazine. It had Steve Bosustow's picture . . . Steve Bosustow was the head of UPA. The title under the picture was "The New Walt Disney." He had a mustache like Walt's. He even had Walt's little smile on his face. When Walt saw that . . . he said, "We have got to get some new blood in here. We can't allow these people to come in and try to take us out of the business."[1]

While the perceived threat of UPA to Disney's dominance in the animation field and Walt making good on his promise to bring in "new blood" pushed the Disney style in new directions, Walt's decision to enter the new field of television took it even a step further.

THE SMALL SCREEN

Television's shrinking budgets meant that TV shows and commercials had to be produced at an increasingly lower cost, and simplified animation was the obvious solution. It was less a question of switching to limited animation—the type that Disney artists had used in the training shorts they produced for the U.S. Military during World War II—and more of simplifying characters and backgrounds to make them quicker to animate without sacrificing quality.

But figuring out how to simplify wasn't what excited Walt about this new venture. What he was after, as always, was the opportunity to try new things from a storytelling standpoint.

On September 6, 1951, story artist Leo Salkin noted in his diary:

> [Disney executive] Hal [Adelquist] commented that he thought that what Walt was trying to do was open up a new field of material for movies—that as far as stylization was concerned that that wasn't the answer—that stylization had been tried at Warner's a few years ago and it didn't mean very much (no comment about UPA—the fresh stuff that they are doing in both story and styling) . . . Hal made this good point that animated cartoons had just about reached a level where there wasn't too much difference between the comedies, and that technically they were more or less comparable, and that the only way to step out ahead of them was not to explore style and technique, but rather to search for fresh material.[2]

Television gave Walt a chance to diversify and to experiment and he loved it. With television, he did not have to convince theatrical distributors that his ideas were good ones. He could go directly to the public to test them.[3]

The association of Disney cartoons with television could be traced back to the origins of television itself.

The first appearance of a Disney cartoon on TV took place as early as 1929, when Philo Farnsworth was testing his new invention by using clips from Mickey Mouse in *Steamboat Willie* and Mary Pickford in *The Taming of the Shrew*.[4] When Philo received a license for experimental station W3XE on June 28, 1932, his first broadcast was one of *Steamboat Willie*.[5] In England, John Logie Baird, an inventor working on a competing technology for the BBC, was also using Mickey to pitch his progress. In January 1934, a reporter wrote that Baird "very kindly showed me his latest machine. He had a Mickey Mouse picture put in one room, televised and shown in another room."[6]

Did Walt Disney know anything of those experiments? Probably not. By late 1935 and 1936, however, he and his brother Roy were keenly aware of the new technology. When the Disney studio's distribution contract with United Artists was broken and replaced by an agreement with RKO, the main sticking point had been UA's insistence on controlling the television rights of Disney's cartoons.[7] In May 1936, just two months after signing the new contract with RKO, Walt was on the East Coast and given a private preview of television at the RCA-Victor plant in Camden. Walt told the press: "Television is not around the corner. It is here."[8] Despite Walt's enthusiasm, however, the technology was not yet developed enough to roll out to the world.

The studio's interest in the new medium did not abate, however. In August 1943, in the midst of World War II, the head

OPPOSITE: Concept of John from *Peter Pan* by Mary Blair. Courtesy: Heritage Auctions.

of the Story Research Department, Ralph Parker, sent a memo to Walt titled "Department of the Future—Television Division," which contained ideas that he would keep in mind for a whole decade. In the memo, Parker recommended Disney launch a test in partnership with channel W6XYZ of Hollywood.

> W6XYZ would provide the time for any illustrated talks by Disneyites—chalk talk; explanation of storyboard procedure; talk about studio and characters; illustrated talk of any general subject (such as house-planning); application of educational film on television; interpretation of music and sound; a children's illustrated story. "Electronics" could be made a Disney slide-film television production which would be welcomed by many stations . . . *Victory Through Air Power* could be publicized effectively via television slides or Leica reel set-up because of its use of maps. Such an experimental venture into television could pay for itself as promotion. There would be exploitation value in distribution salesmen telling exhibitors about the Disney ahead-of-the-times alertness in selling [movie] tickets via television.[9]

In late 1944 and early 1945, RCA and Disney discussed the production of *The World in Your Living Room*, a program that would introduce television to the world. Historian Bill Cotter wrote about the proposed project:

> Disney staffer Winston Hibler was assigned to head the project. In a formal proposal dated January 4, 1945, he outlined the studio's approach to educating the public as to just what television was all about. Using a combination of live

action and animation, the film would begin with a history of mankind's attempts to communicate with each other. Starting with early cave drawings and moving through to present time, the film would then focus on "Centerville," a typical community fairly bristling with television antennas. After a visit to an electronics shop for a quick lesson in how television works, the audience would be treated to scenes of different families enjoying television. The outline also called for a look into the future of television, predicting advances such as cable systems.[10]

A few months later, in October 1945, the *New York Times* reported:

> Recently, it was learned, [Disney] applied to the Federal Communication Commission for a television and FM band in Southern California preliminary to the establishment of three to five television stations in various parts of the country.[11]

Once again, Walt was ahead of his time and both projects were eventually shelved. Despite Hollywood's concern that television could have a negative impact on movie ticket sales, Walt knew he had to exploit the new technology. Five years later, he tested the waters again. First with a trial run of *One Hour in Wonderland*, a "special" that premiered on NBC on December 25, 1950; and then by investing in Hurrell Productions Inc., a company aimed at producing TV commercials.

The success of *One Hour in Wonderland* led the studio to launch a second special the following year, *The Walt Disney Christmas Show*.

THE COMMERCIALS

Hurrell Productions turned out to be both an interesting test and a source of many headaches. The company was established on January 5, 1951, as a joint venture between the Disney Studios and Walt's niece, Phyllis Hurrell, and her husband photographer George Hurrell.[12] Hurrell Productions was originally located on The Walt Disney Studios lot and was allowed to use all of the studio's facilities, including its artists.[13] Its focus: the production of commercials for television, some of which would use Disney characters, without overexposing the Disney brand.

ABOVE: Phyllis Bounds, the future Phyllis Hurrell, painting one of the cels from *Dumbo*.

ABOVE: Model sheet for the Derby Foods Inc. - Peter Pan Peanut Butter commercials by Tom Oreb.

In addition to the production of TV commercials, George Hurrell had grand plans for the new company:

> My objective in TV is to produce one or two half-hour program shows. This is the only method by which we can attract the personal interest of the Vice Presidents of TV. In this way we identify ourselves with major studio productions and establish the significance of our superior facilities. [The budget-conscious advertising] spot business generally cannot utilize these major facilities in the live-action field because they cannot afford them for TV. Also the [ad] spot business is handled by the subordinates in the TV departments. We need the steady revenue besides the recognition which live-action shows have to offer.[14]

But after a year of operation, Walt's brother, Roy Disney, realized that the setup was not viable: the company was losing money at a time when the Disney studio could ill afford it and on October 31, 1952, the studio sold its ownership in the venture to the Hurrells. On March 1 of the following year, Phyllis and George moved to a new office, George Hurrell's former studio on Rodeo Drive in Beverly Hills. The agreement to let Hurrell Productions use labor and resources from the Disney Studios remained in place.[15]

The first commercials produced by Hurrell Productions were either non–Disney related (Sunkist Frozen Orange Juice and Johnson Wax)[16] or featured characters newly designed for the occasion by the Disney studio. When the new weekly Disney program, "Disneyland," was launched in 1954, however, production skyrocketed and most of the commercials featured Disney characters redesigned in a stylized fashion for the occasion by artist Tom Oreb—from Tinker Bell and Captain Hook for the Peter Pan Peanut Butter commercials, to Alice and the Mad Hatter for the Hudson ads, and Pluto, Donald, and even Mickey Mouse for the Nash TV spots.[17]

Despite its commercial success, Hurrell Productions was on shaky ground.[18] On August 2, 1954, a few months before separating from her husband, Phyllis left Hurrell Productions and joined the Disney studio as a TV special coordinator,[19] supervising the creation of dozens of Disney commercials produced by a team that often included director Nick Nichols, layout men Jacques Rupp and Vic Haboush, and animators Jerry Hathcock, Paul Carlson, and George Kreisl.

On May 8, 1959, Walt decided to pull the plug on the whole Hurrell Productions venture, at which time Phyllis Hurrell also left the studio. It seems Walt disliked the stylization of his characters for television, as Vic Haboush remembered:

> There was a little kid that used to write Walt telling him to stay away from modern art . . . So when the commercial [with Mickey Mouse for Nash] came on, he got a letter from this kid . . . and he wrote, "I'm disappointed Walt. I never thought you'd succumb. What happened to you?" Walt stormed down

ABOVE AND OPPOSITE: Character designs for the American Motors Nash commercials.

there and outlawed us against using any of the Disney characters in commercials. I remember at the time everybody was incensed that we couldn't use them, and it basically spelled the end of the unit. [Companies] were coming for the celebrity, to be able to use Disney characters in commercials.[20]

But Walt's dream of building a theme park, and his need to secure financing for the creation of Disneyland, inspired him to continue experimenting with television. After his involvement with the two Christmas "specials" and Hurrell Productions, Walt felt confident that the studio could experience success. Walt knew that he might be able to kill three birds with the same stone: develop a new revenue stream for the studio, promote his products to the growing television audience, and generate the money he desperately needed to build a theme park. The best option seemed to be linked to the television networks' need to secure product from Hollywood, especially because the major studios refused to sell to the new medium, which they saw as a scary competitor. After months of negotiations with NBC and CBS in 1953, however, things were going nowhere. Historian Bill Cotter explained:

> [After a failed meeting with NBC, Roy Disney] called Leonard Goldenson, the head of ABC, asking him, "Leonard, a couple of years ago you expressed an interest in working something out with us in television. Are you still interested?" Was ABC interested? Roy gleefully recalled the response from Goldenson: "Roy, where are you? I'll be right over." At long last, Walt would have his chance to build Disneyland.[21]

On April 2, 1954, the deal with ABC was officially announced. The new weekly program would be called "Disneyland." By using the show to tout his upcoming park, Walt once again demonstrated his genius.

NEW LOOK

In 1954, as the new park was being designed and built, and the TV show was born, *Sleeping Beauty* was taking shape under the creative guidance of art director Eyvind Earle. Eric Larson, who directed a sequence of the movie, remembered how Walt enjoyed Eyvind's stylized approach:

> "I want a moving illustration," [Walt] said [about *Sleeping Beauty*]. I felt his sincerity. To me his words summed it all up: to Walt nothing was impossible. . . . Walt had chosen Eyvind Earle, the most exciting painter to come our way, to set the color and design.[22]

With Walt focused on so many projects at once, however, *Sleeping Beauty* took too long to produce and its cost skyrocketed. Walt knew that a solution had to be found if the animation studio was to survive. When art director Ken Anderson suggested using the Xerox process, recently developed on *One Hundred and One Dalmatians* by Ub Iwerks, to reduce costs and bring the animators' drawings directly to the screen without going through the inking process, Walt approved the idea. But Ray Aragon and Walt Peregoy quickly realized that traditional, realistic Disney backgrounds combined with the Xerox process made the whole movie look like "a cheap comic book." They had to find another approach. Ray remembered:

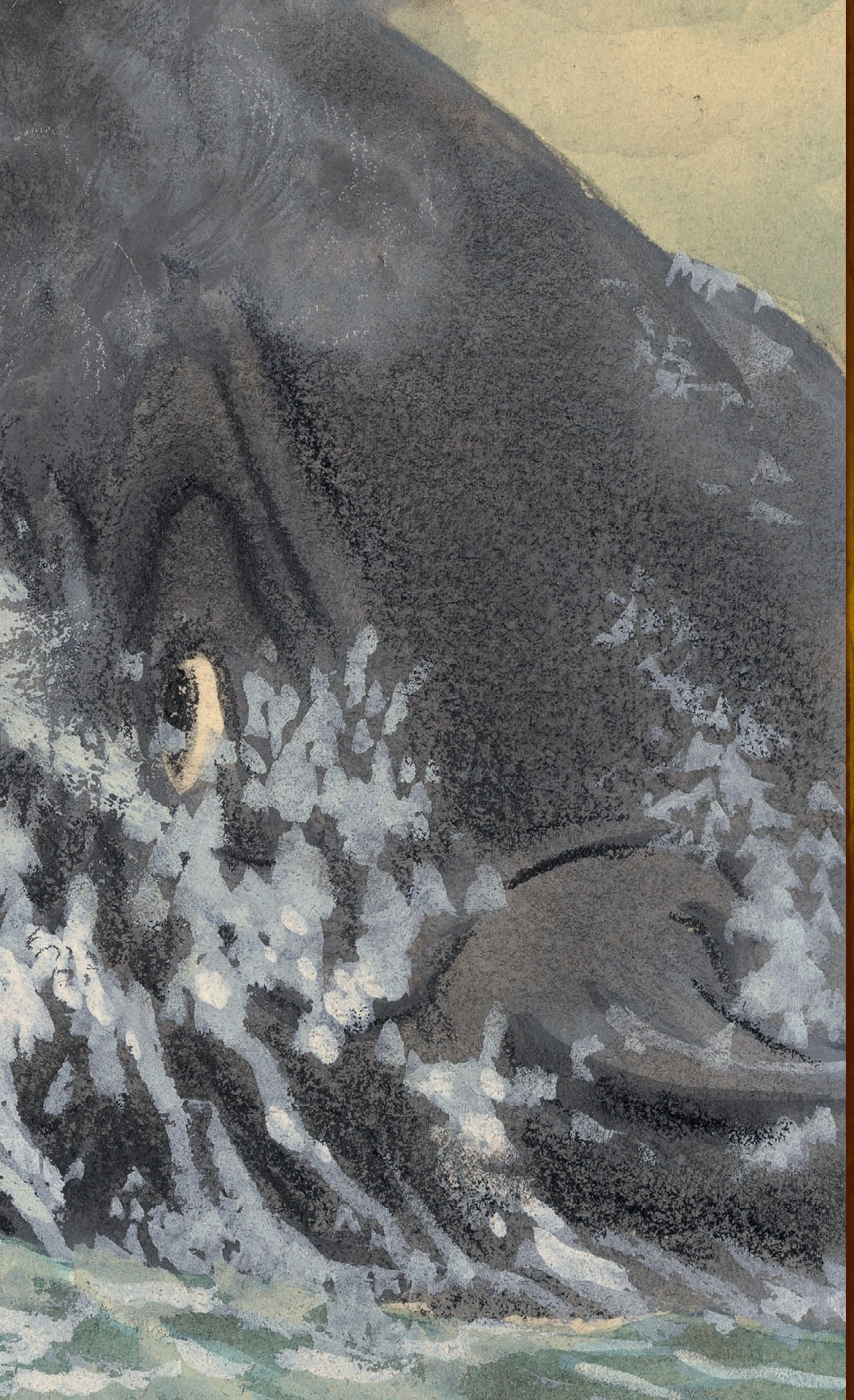
> Finally Walt Peregoy took the painting style of Raoul Dufy . . . where you paint beyond the line. . . . It looks like nothing. But when you put the line on the thing, there it is. So what Walt did was he took an illustration board and he made color swatches this way and that way and every which way . . . using the line drawing as the guide, but never going right up to the line of the drawing. Sometimes overlapping the line. If you looked at Walt Peregoy's color on the illustration board, you saw this crazy stuff that almost makes sense. But it didn't really make sense. But when you put the cel with the line drawing, it was beautiful. Walt Peregoy was the man who discovered and styled the background technique for *One Hundred and One Dalmatians.*

The resulting look, however, was way too stylized for Walt Disney's taste. Disney opted to bring *The Jungle Book*, the last movie that he had personally supervised, back to basics with "traditional" Disney backgrounds created by studio veterans Al Dempster and Art Riley rather than go with the more modern approach suggested by the iconoclast Walt Peregoy.

And as stylistic experimentations receded, the most creative artists at the studio started to focus all their energies on character design. By the 1970s, the modern age was over. Led by Ken Anderson and Mel Shaw, the "age of character design" was about to begin.

ABOVE: Early character design for *Sleeping Beauty* by Tom Oreb. Courtesy: Wendy Greer.

OPPOSITE: Character designs for *Sleeping Beauty* by Mary Blair.



1

LEE BLAIR

"[The head of the Background Department] said, 'We're interested in your color.' I said, 'Gee I worked for years to become an animator!' "

—LEE BLAIR TO HISTORIAN NANCY MOURE

Mary Blair was the artist who most impacted Walt Disney's sense of visual style in the 1950s, both with her whimsical designs and her bold color selections. But Mary was not the only artist in the Blair household. She was married to Lee, a concept artist, watercolorist, and animation director. In many ways, the Blairs challenged each other. Mary may not have become the legendary figure that she is in the history of animation and illustration without the artistic influence of her husband; and Lee may not have assumed his role in animation history without the influence of his wife.

Lee Everett Blair was born in Los Angeles on October 1, 1911. His father was a building contractor, his mother a housewife. Lee and his brother Preston grew up and went to high school in Redlands, California.[23] Lee's artistic career and those of his fellow watercolorists and future colleagues, Phil Dike and Elmer Plummer, had roots in that unprepossessing town. He recalled this many years later:

> Our teacher [at Redlands High School] was a Mrs. [Mary Louise] Arnold and she had a tremendous influence on Phil Dike, myself [and] Elmer Plummer. We were all students together there. She had one philosophy in life: "I don't care what you do. Just don't get it all over everyone else." So we did that. Wonderful free attitude towards painting. Then my family moved from there down to Los Angeles so I attended [Polytechnic] High School and graduated in 1930. I got a scholarship to Chouinard [Art Institute] when it was quite the popular place. My teachers were Patti Patterson who was the design teacher, Lawrence Murphy who was the life drawing instructor, and several others. Being a scholarship student I was pretty well free to take whatever I wanted. And I took commercial art from a fellow named Edward P. Adams who had . . . worked for J. Walter Thompson of New York on the Ford Account . . . [At Chouinard] I was [also] a student of Millard Sheets who was the big painter in those days, and gained a great deal from the experience.[24]

By studying under Millard Sheets, Lee Blair quickly became part of an influential group of watercolor artists known as the California School of Watercolor, the local flavor of the American Scene Painting movement. Many of the artists from the California School, like Hardie Gramatky, Charles Payzant, Phil Dike, and Elmer Plummer, had also studied at Chouinard and ended up joining the Disney Studios in the 1930s.

Along with Millard Sheets, another of Lee's influential teachers was the Mexican muralist David Alfaro Siqueiros, who taught mural painting at Chouinard. Not only did Lee study in Siqueiros's class, but in 1932, along with many of his colleagues and teachers, including Millard Sheets, Don Graham, Elmer Plummer, and Bruce Bushman, Lee helped Siqueiros paint the Street Meeting fresco for Chouinard's outdoor patio-studio.[25]

OPPOSITE: Mary and Lee Blair. Courtesy: Maggie Richardson.

In 1933, Lee fell in love with a fellow Chouinard student, Mary Robinson, whom he would marry on March 3, 1934. With the wedding coming up, he urgently needed a fixed income even if this meant putting his artistic dreams on the back burner. Lee explained many years later:

> You must realize that when [Mary and I] left art school it was with the express purpose in mind of furthering our interest in the fine arts field and illustration. Our aim in those days was to go to New York and break in[to] the field of illustration. Animation was a stepping stone to us. This was in the depth of the Depression and we needed a salary.[26]
>
> I didn't know where I was going until one day I found they were hiring people out at Ub Iwerks in Beverly Hills as inbetweeners on Flip the Frog. I said, "Gee, that's nice," so I left Chouinard and my scholarship there and went out to Beverly Hills and started working on Flip the Frog for Ub Iwerks who came with Walt Disney from Kansas City. I had a portfolio of life drawings and I was a fairly good artist at that time, so they put me to work doing inbetweens. I kept up my watercolor painting. I started a watercolor class and on Saturdays we'd all go out and paint watercolor. A lot of those fellows [from Iwerks] really turned out to be good painters.[27]

But his time at Iwerks was short-lived :

> My boss was Grim Natwick. I worked [there for a few months] as a plain inbetweener, and I got so good at it, so fast, that they wouldn't let me become an assistant . . . I got so sore about it I went to Harman-Ising.[28]

FROM HARMAN-ISING TO DISNEY

In reality, Harman-Ising was not Lee's first choice. He knew that Disney was the best studio in town, quality-wise, and that's where he wanted to work. But he also knew that he needed a back-up plan, and so he decided to try all the main studios: Schlesinger's (who produced cartoons for Warner Bros.), Harman-Ising, and Disney. On Sunday, July 1, 1934, he wrote to Mary, who was traveling at the time:

> Last Friday I collected all of my tests and took them over to Schlesinger's in the afternoon, but the main animator was not there and will be gone for two weeks on a vacation (imagine). I then walked up to the Harman-Ising Prod. and Tony Pabian was the only one there, as they quit at five. He seemed positive that I should be able to get on at forty [dollars] a week or more. I will probably hear from them [at] the beginning of this week. Friday afternoon I thought over the situation and decided that it would be the result of a lazy attitude to get a job at any other studio than Disney's. I called Hardie [Gramatky] on the phone and told him that I was looking for a job. He assured me that both he and Bob Wicks would speak to Ben Sharpsteen about my wanting a job there. I am going to make an appointment to see Sharpsteen Tuesday afternoon.[29]

Disney sounded like a good bet, but there was a catch, as Lee explained to his wife only two days later:

> I went to Disney's today and I would have to start there at inbetweener . . . Nuts! I then went over to Harman-Ising

> and I saw Mr. Harman. I showed him my [animation] tests. He seemed to like them and I said I was capable of three or four feet a day and would work for thirty-five a week. I am going back to see Mr. Ising tomorrow, which is the fourth, to definitely find out if I can get on. This is a real nice place to work.[30]

When Lee came back, Hugh Harman told him that one of the animators, Bob Allen, was looking for an assistant. Lee was hired.[31] In an interview conducted years later by historian Robin Allan, Lee recalled:

> I got a job at Harman-Ising doing Bosko and I was happy . . . I was doing more than just the mechanical labor of inbetweening. Finally they decided to give me a scene in a film called *The Lost Chick*. There's a hen and she's doing her clucking and we see this egg that rolls out of the nest and down through the woods. They gave me the egg-rolling scene, which is one that no one wanted anyway. Who wants to animate an egg rolling? That was the first animation scene that I did and it worked out fine because I used the axis of the egg, and one end was smaller and so forth, and I became an animator [in Hugh Harman's unit].[32]

What made the job even more exciting, though, was the fact that Harman-Ising asked Lee to make additional creative contributions, which took advantage of all of his artistic skills, including his mastery of fine arts. Toward the end of his life, Lee explained:

> We were restricted to two-color Technicolor at the time, because Disney had the [exclusive] rights to three-color Technicolor. So we used Cinecolor and our color was not good at all. Disney's rights to the three-color process ran out [in September 1935] and we were able to switch to Technicolor. When we did, they naturally said, "Hey, Lee is a great watercolor painter, he's the president of the California Watercolor Society. Why doesn't he do some scenes for us, in terms of color-keying?" So I started on the side doing all their color sketches and laid the thing out color-wise with real broad strokes, and we began really slapping it all over the place . . .[33] I started making color sketches for Hugh's pictures, and Art Heinemann was doing the color upstairs with Rudy [Ising]. There were two separate units. I would work with Don Schaffer and Art Riley, who were the two background painters at Harman-Ising. We finally got some very bright colors in our pictures. I remember one we made called [*The Old Plantation*] . . . It had to do with a bunch of toys at the Kentucky Derby. We figured that we could put any color in it we wanted. Disney at that time was doing Arthur Rackham-type color—dark, subtle browns and blacks and grays, with accents on the colors. [I would prepare] little thumbnail watercolors. I'd work right along with the layout man; his name was John Niendorff. He was a very good draftsman, very good on perspective. They didn't work with big storyboards like they do at Disney's. They worked pretty well straight ahead off of a detail sheet—a bar sheet. They called them "detail sheets."[34]

Not only did Lee get a chance to color-style some of the shorts, but he was also asked to co-direct the Happy Harmonies cartoon *To Spring*, along with his colleague Bill Hanna. Lee was excited at the prospect and wrote Mary in May 1936:

> Things at the studio keep progressing slowly but surely. Here is the latest. Hugh Harman says it's OK for Bill Hanna, Mel Schwartzman [later known as Mel Shaw], and myself to all three go ahead and finish this new springtime feature ourselves while he works with Moe [Gollub], Brophy, and Paul Fennell on another jazz picture [*Swing Wedding*] such as the frog picture [*The Old Mill Pond*]. We're sure going to make that spring picture pan-out. It's going to be one huge splendiferous blast of symphonic music and masterful art.[35]

Unfortunately, the following year, the Harman-Ising studio found itself on very shaky ground. Its financial health relied on its contract with MGM, for which it was producing the "Happy Harmonies." But when MGM decided not to renew their contract, the artists saw the writing on the wall. And yet, for nearly a year, the studio was kept afloat by an unlikely party, Walt Disney, who in October 1937 decided to subcontract the making of the Silly Symphony, *Merbabies*, in order to help his former partners Rudy Ising and Hugh Harman. Lee recalled:

> Disney gave them that one film, *Merbabies*, to do. Dave Hand would come over once or twice a week to check with us as we went along. He saw I was doing the color, so that's what they wanted of me when the studio [Harman-Ising] really folded up.[36] The people at Disney weren't interested in my animation at all. I went over there and I was interviewed by a fellow named Mique Nelson who had charge of the Background Department. He said, "We're interested in your color." I said, "Gee I worked for years to become an animator!"[37]

ADDING COLOR TO THE STORY

Lee joined the Disney Studios as a color supervisor on May 9, 1938, and he was immediately assigned to Disney's second animated feature, *Pinocchio*.

> I worked with Sam Armstrong [in] the Background Department. Gradually, they worked me out of there into the Story Department, and I worked along with Otto Englander and Webb Smith . . . So I'd be doing color [sketches] as well as story sketches. The art supervision on *Pinocchio* consisted in doing key color sketches for the storyboards which were being worked on by various directors . . . I would get into a music room [the director's room] and pull off certain key sketches—like the underwater sequence; I had a lot of fun with that, doing distorted things. They followed that, pretty much. The story itself dictated pretty much what the color would be.[38]

Soon after he joined, Lee, like many before him, became the butt of various practical jokes. The one he most remembered involved watercolors, of course.

> At Disney I put newspapers on the floor and I'd get this piece of newspaper all covered with watercolor from flicking this brush out. So these Disney artists were always pulling these gags on me, so what they did, they mixed up a whole bunch of water, the same color as my watercolor drippings, and went into the next room and poured it on the floor so it went all over the floor. They said, "Lee, look at what you're doing." I said, "It's all right. It's going on this newspaper." They said,

OPPOSITE: Story sketch of Pinocchio under the sea. Courtesy: Heritage Auctions.

"No. Come back here." So I went next door and here was all this damn water on the floor. That was at Disney. They were always pulling gags on each other.[39]

As had been the case at Harman-Ising, the boundaries between the different departments in the Disney Studios were rather loose. While Lee had been hired to work as color supervisor, his role soon expanded when he tackled a *Pinocchio* sequence that did not end up making it to the screen.

Lou Debney . . . and I, and I think Joe Rinaldi, were given [a] sequence rather quickly. Someone else had it, and had it pretty well fouled up, and I think they left the studio at the time. They had a real good piece of music: they had really spent a lot of time on that one selection in *Pinocchio*. We couldn't make heads or tails out of the storyboard, really. They were trying to have a romance between Pinocchio and one of the puppets . . . So we just took all the sketches down and put them in a pile in the middle of a table . . . and then we ran the music, and we'd pull out sketches and match the music to what we thought was logical. We ended up with what was known as a Leica reel—a single frame of each sketch that you could run along with the soundtrack.

To the always-alert Lee Blair, the creation of that Leica reel was an unexpected opportunity to shine and to attract Walt's attention, thanks to a simple but very effective trick which played to his skills as a watercolorist.

ABOVE: Story sketch of Monstro the whale from *Pinocchio*.

Gail Papineau was taking charge of shooting [sketches] onto the still strips; they were all black and white. They were shooting them on short ends over in the Camera Department, in color, so that they were in color, of black and white drawings. So I decided to throw a few color sketches in there too. There was a sequence there of Stromboli and the marionette and I threw a watercolor or two in the start of that, so it starts out with Stromboli standing in front of this big screen, and it's all in color. Walt [saw] it and, [always conscious of costs,] he [blew] his stack. He [said], "We're shooting these things in color?" Gail Papineau [said], "Wait a minute, Walt. It's just a

short end, and it's going to get thrown away anyway. There're only thirty sketches, and it's about two feet of film." Walt finally calmed down. From then on, we used little colored sketches in our Leica reels.[40]

With the release of *Pinocchio* on February 7, 1940, Lee was asked to move off the main Hyperion studio to the studio on Seward Street to tackle *Bambi*. The experience was not a pleasant one.

I was working on *Bambi*, after I finished on *Pinocchio*, and before we started on *Fantasia* . . . I was working with Jimmy Algar, Al Geiss, and [John] McLeish . . . We were drawing the meadow sequence for *Bambi*. Perce Pearce was the big director, and he came in [and said], "Visualize Faline as Katharine Cornell. How would Katharine Cornell do this? She would walk out in the meadow and then she would sense the presence of man." I was thinking, "What the hell has Katharine Cornell got to do with this?" So I decided to quit and go over to Warner Bros., where Friz Freleng was just starting, just when Bugs Bunny was being born. I went over there and made arrangements, and I told them I was going to leave in two weeks, and they called me up and said, "Walt wants to see you." So I went across the street and I walked in to see Walt—the great Walt. He said, "Lee, we're going to do a musical feature. Why don't you move out of *Bambi* and move over to those apartment houses and start on the musical?" So I moved over there, and that's where I got together with Jimmy Bodrero, and we started on "The Dance of the Hours."[41]

THE CONCERT FEATURE

In his own eyes, Lee's work on "The Dance of the Hours" sequence from *Fantasia* was clearly one of the highlights of his Disney career, as it involved both color supervision and direction.

We set [that sequence] around a ballet that was photographed live. We only made watercolors of key sketches . . . Jim Bodrero and I did the whole storyboard on that, with Webb Smith. I'd go back and take a key sketch here and there and make a watercolor of it . . . We made literally hundreds of drawings of the hippos and elephants and everything. Our model, to a certain extent, for the characters, was Heinrich Kley's pen sketches. You'll see those elephants and things in Kley's books.[42]

When it came to "The Dance of the Hours," however, Lee had one regret:

I wanted to make it look like a great, extravagant ballet, Busby Berkeley or whatever. We photographed that whole ballet with live-action people, over in Ernest Belcher's studio on Western Avenue. Then we used the live action on Moviolas to study the elephants and stuff, so that we knew what we were doing in sync to the music. We were in the Story Department; we got the whole thing finished; Walt loved it.[43]

In the end, the sequence had to be dropped as it would have entailed too much work. Lee handled color planning for the next sequence as well, the beautiful "The Pastoral Symphony."

I was working on that with Otto Englander and Ted Sears. It was obvious that we wanted it to start with the morning, and then it goes through many different moods—gets into the sequence where the gods are hurling down thunderbolts—and then there's the evening, with Morpheus coming through the sky. One day, I thought, why not make some swatches and see what it would look like. Obviously, when you're drawing Morpheus, you're going to have a blue sky and a lot of white stars so I made those little strips, in sort of an abstract way, to show the progression throughout. I had it stuck up on the board, and to me it was sort of an abstraction of the whole thing, just strung together in strips. [The author of the upcoming book *The Art of Walt Disney*, art historian Robert] Feild came along, and he said, "My God, that's what I've been looking for!" and he grabbed it off the board. And it was just something I was using for myself, to see if there was continuity—which there was.[44]

Another exciting sequence from *Fantasia*, "Toccata and Fugue in D Minor," provided Lee with one of his most creative opportunities at the studio, one which he remembered with obvious delight many years later:

In those days, they were making a lot of little models in clay and wax, and they'd made a whole symphony orchestra [in miniature]. Before they'd even dreamed of making *Fantasia*, they'd made "The Sorcerer's Apprentice," and for the titles of "The Sorcerer's Apprentice," someone had shot a very, very nice title using shadows of an orchestra and the conductor. It was just a title set-up, but it was done with color gelatins and lights. This was so nice that they figured, "Why don't we take that idea and make the 'Toccata and Fugue' . . . with shadows." So we got these little figures, and we got some little Mole-Richardson 750 [lights], and a whole raft of gelatins . . . and we'd set up the little figures in a room, and we'd put . . . two spots there, and then one spot to put the blue in the background. We made a little plan of each set-up, to the music. We made a storyboard first of color sketches. Phil Dike and Bill Wallett and I worked on the storyboard. We'd play the music, and get the wrecking crew in to listen to what we had, along with our sketches, and we'd change it a little bit. Once we had [the storyboard], we took the little figures, and the gelatins and the lights, and we'd make set-up No. 1, for the horns, and No. 2 for the violins, No. 3 for the basses, and we made a ground plan of where the lights would be and where the musicians would be. We had the whole "Toccata" laid out that way, to the plan. Then we went out to the soundstage and they put that great big flat [white wall] on one end of the soundstage, and got the Technicolor crew in, which was directed by Winton Hoch. I think we did it in two or three days—rapped it right out with those set-ups. It was a whole orchestra, or part of an orchestra, and a whole live-action crew handling these big lights. The very last thing we did was Stokowski, with the lights on him. And that was it. Then it goes off into the "Fugue" part, and that was animation, which was done by Cy Young and Josh Meador, [special] effects people.[45]

After he was done with this massive "Toccata and Fugue in D Minor" undertaking, Lee had one more creative task to complete on *Fantasia*: the connecting sequences involving the soundtrack.

That was done at the very end. I guess it was Deems Taylor's idea, but I did all the sketches on that, as pastels. We looked at actual soundtracks of, say, the violin, which is obviously very fine, and very fuzzy. You look at an optical soundtrack of a tuba, and it looks completely different. We abstracted that—we took a lot of liberties, of course. But we took our basic design motif from soundtrack strips of violins, and horns, and things like that. That was done right at the very end, very quickly, by the Effects Department.[46]

OPPOSITE: From left to right: Disney artists Herb Ryman, Webb Smith, Mary Blair, Lee Blair, John Rose, Janet Martin, Jack Miller, James Bodrero, Charles Wolcott, and Jack Cutting in Rio de Janeiro in August 1941. Courtesy: Brian Lansburgh.

Walt Disney loved *Fantasia* so much that even before the movie was released on November 13, 1940, the studio was already working on new sequences for alternate versions of the movie. One such sequence was "Peter Pegasus," which featured one of the flying horses from "The Pastoral Symphony." For that new sequence, Lee tackled the storyboard continuity, while his colleague Sylvia Holland handled layouts and rough animation. [47] Lee and Sylvia were still hard at work on the project in April 1941, little more than a month before the start of the strike that hit the studio starting on May 26. Neither Lee nor Sylvia was part of the strikers, as Lee explained thirty-five years later:

> The strike was mainly around the Animation Department. We were working on stories, and didn't even know there was going to be a strike until it occurred. [The union] made no attempt to organize us. At that time, I was working on a new sequence for a continuation of *Fantasia*, a thing called "Baby Ballet," set to a piece of music by Carl Maria von Weber, "Invitation to the Dance."[48]

Fantasia turned out to be a box office disappointment; and so, combined with the effects of the strike and the war in Europe, "Peter Pegasus" and "Baby Ballet" were shelved. Lee Blair did not have time to mourn the lost creative opportunity. He had just been invited by Walt to join him on a goodwill tour of Latin America. The trip, which lasted two months and would allow Lee and his wife Mary to discover Brazil, Argentina, Bolivia, Peru, Ecuador, Guatemala, and Mexico, resulted in the production of various stand-alone shorts and two beautiful package features: *Saludos Amigos* and *The Three Caballeros*.

FROM SOUTH AMERICA TO THE EAST COAST

Upon his return, Lee tackled several Latin America–related projects as a storyman, including the short *Pluto and the Armadillo* and the "Pedro" and "Lake Titicaca" sequences in *Saludos Amigos*, but the project that motivated him more than any other and that he still remembered more than thirty years later, was a sequence in *Saludos Amigos* featuring Donald and Jose Carioca, titled "Aquarela do Brasil." Toward the end of 1941 and the first part of 1942, Lee worked on the storyboards along with Mary Blair, James Bodrero, Webb Smith, and Ted Sears. With a title meaning "Watercolor of Brazil," it is easy to understand why the story "Aquarela do Brasil" became Lee's instant darling. The story sessions for the sequence were full of enthusiasm, with Walt more inspired than ever and Lee raving "this is the magic stuff the audiences like."[49]

ABOVE AND OPPOSITE: Scenes from Rio de Janeiro by Lee Blair.

After working on this most gratifying project, Lee moved to the other end of the creative spectrum when he was assigned to wartime projects.

A few months later, on August 27, 1942, Lee resigned from the Disney Studios, joined the Navy, and was quickly put in charge of the animation department at the Naval Air Station in New York, which produced classified animation for all the Navy training films.[50]

By the end of the war, on December 4, 1945, Walt Disney wrote to Lee:

> With your past experience here and your present experience gained in the Navy, plus your talents, I know you are bound to fit very well into our organization. I also know there is a place in our setup that will be entirely worth your while—just what that is, I do not know at the moment but there are many spots where you can play an important part.[51]

Walt wanted Lee to rejoin the Disney Studios to work on *On the Trail*, a planned sequence for an upcoming package feature set to the music "Grand Canyon Suite" by Ferde Grofé. But Lee decided to reject Walt's proposal and the project was eventually handled by James Bodrero and Retta Scott before being shelved. Lee explained his reasons years later:

I had acclimated myself to the East Coast and didn't want to go back after the war. Walt wanted me to come back to work on the "Grand Canyon Suite," but with him you were only as good as your last scene . . . [At the Disney Studios] competition was fantastic. So I went on up to New York with another Naval officer and we set up our own studio, [Film Graphics, Inc.]. I got a film that Disney had started work on for General Motors, and then he'd thrown it out of his shop. Once the war was over he could get back to entertainment, because he was only doing these high-budget industrial films to keep his staff alive, and General Motors had this thing half finished. A guy named Ches Cobb[52] had started to lay it out and then they called me up while I was still in the Navy, and they said, "Think you could lay this thing out and produce a film that started out as a Disney film?" I said, "Sure, why not? I used to work down there." So I went up to New York and that was our first big project. We did it as a subcontract for a company named Sound Masters, and they would pay us a nice, fat check every week. We would crank out that footage and we did it. It was called *The ABCs of the Automotive Engine*, and the three Disney characters that had been dreamed up for it were Air, Fuel, and Ignition. Air was a big bubble, Fuel was a little drop, and Ignition was a spark. We had three cartoon voices for them, and they subsequently used them in a series of other films, like *The ABC of the Diesel Engine* and *The ABC of Jet Propulsion*.[53]

In 1968, after spending twenty years in New York, Lee and Mary Blair decided to move back to California, settling in Soquel. Lee taught figure and landscape painting classes at the local community college and film animation at the University of California, Santa Cruz. He passed away on June 19, 1993.

Art columnist and critic for the *LA Times* Arthur Millier called Blair "one of the least 'affected' most direct watercolorists in America," and later compared his work to "that of Winslow Homer."[54] His Disney and non-Disney watercolors pop out of the page combining charm and power, casting him as one of the most influential and talented concept artists at the studio.

TOP LEFT: Story sketch inspired by the scenes from Rio de Janeiro.

TOP RIGHT: Character study for *Saludos Amigos*.

ABOVE: Lee Blair in Peru in 1941.

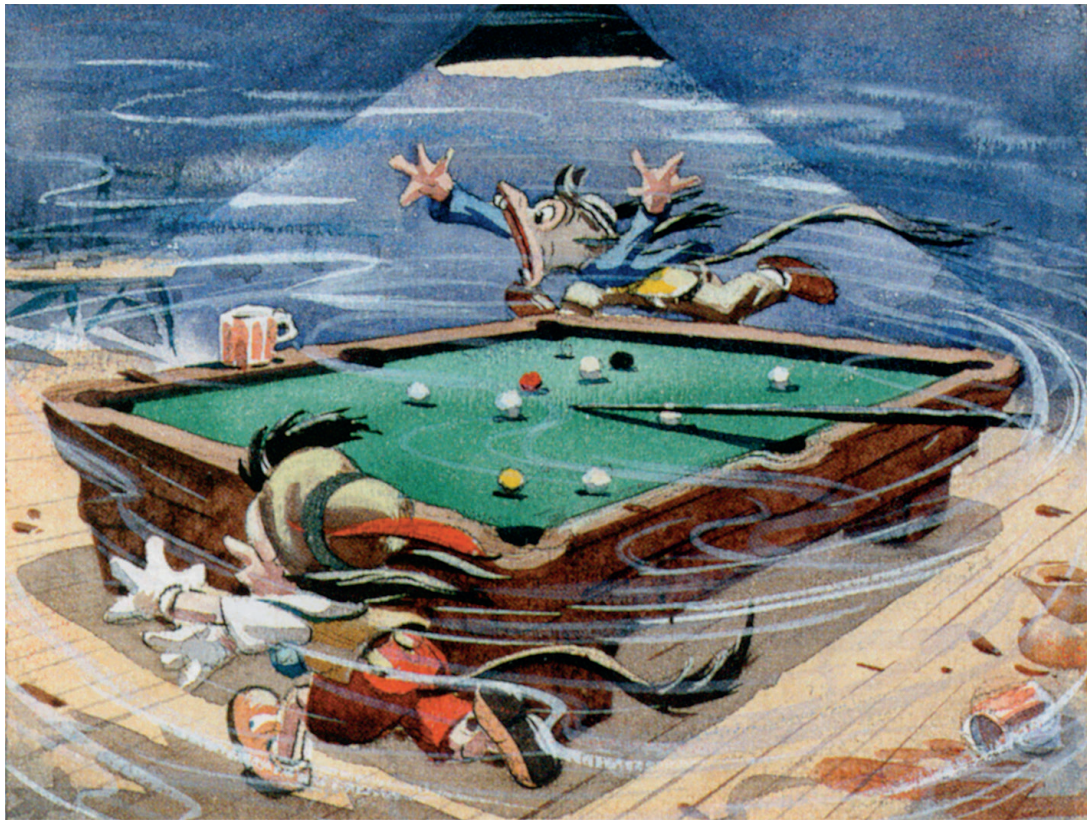
TOP RIGHT: Lee Blair at work at the Disney studio right after the 1941 trip to Latin America.

BOTTOM RIGHT: Herb Ryman and Lee Blair study some of the documentation they gathered in Latin America.

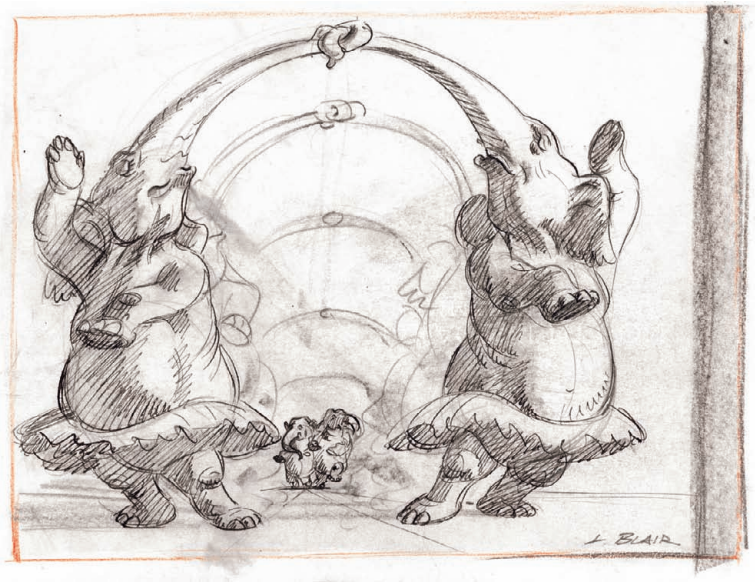
ABOVE AND OPPOSITE: Scenes from Pleasure Island in *Pinocchio*.

THE
INK

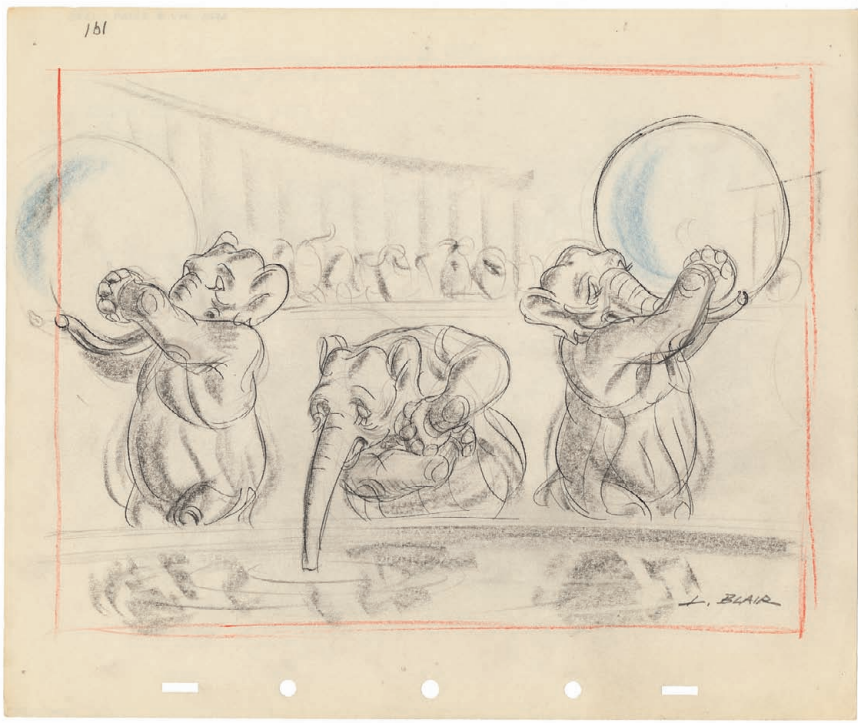
ABOVE AND OPPOSITE: Story sketches of the transformation of Lampwick in *Pinocchio*. Courtesy: Pierre Lambert.

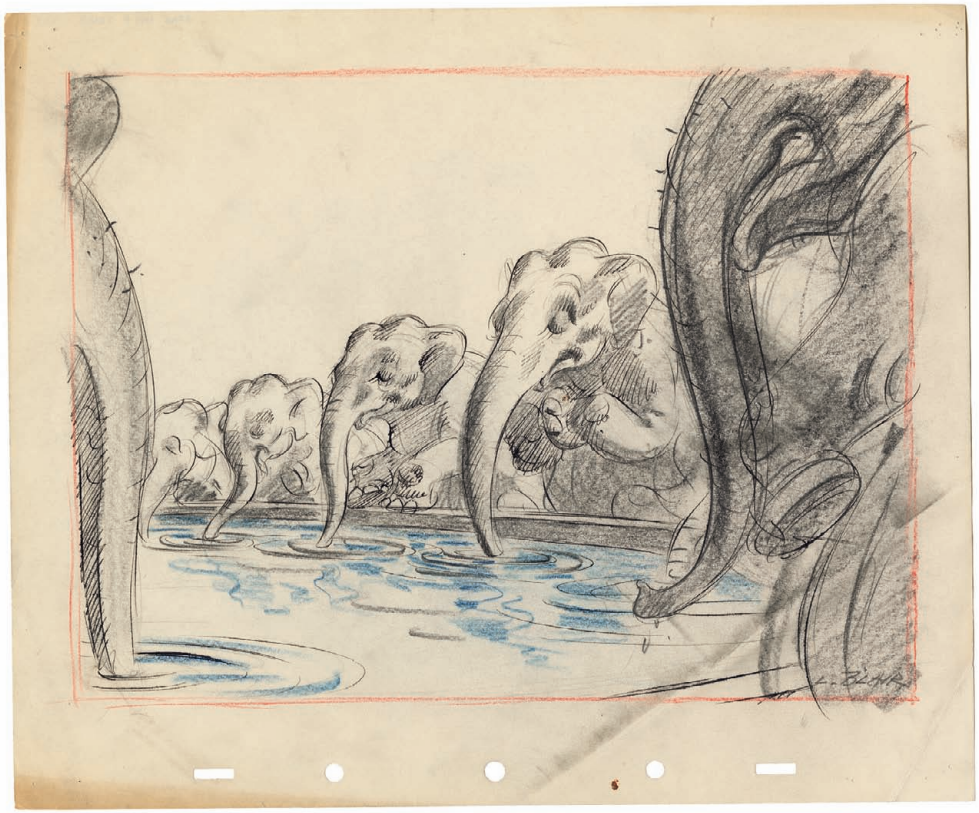


BOTTOM LEFT: Story sketch of Jiminy Cricket.

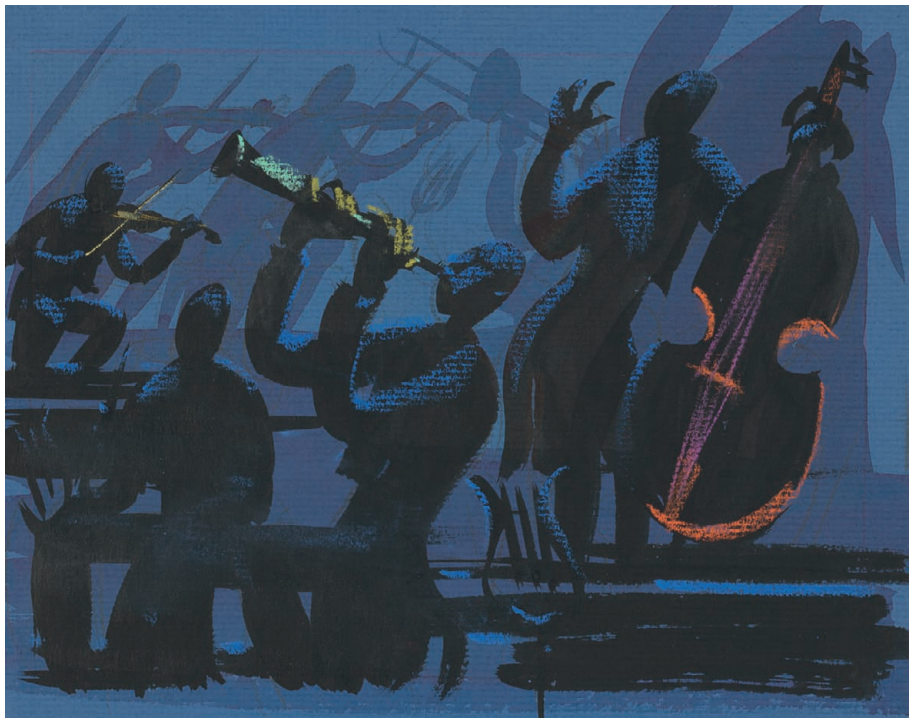


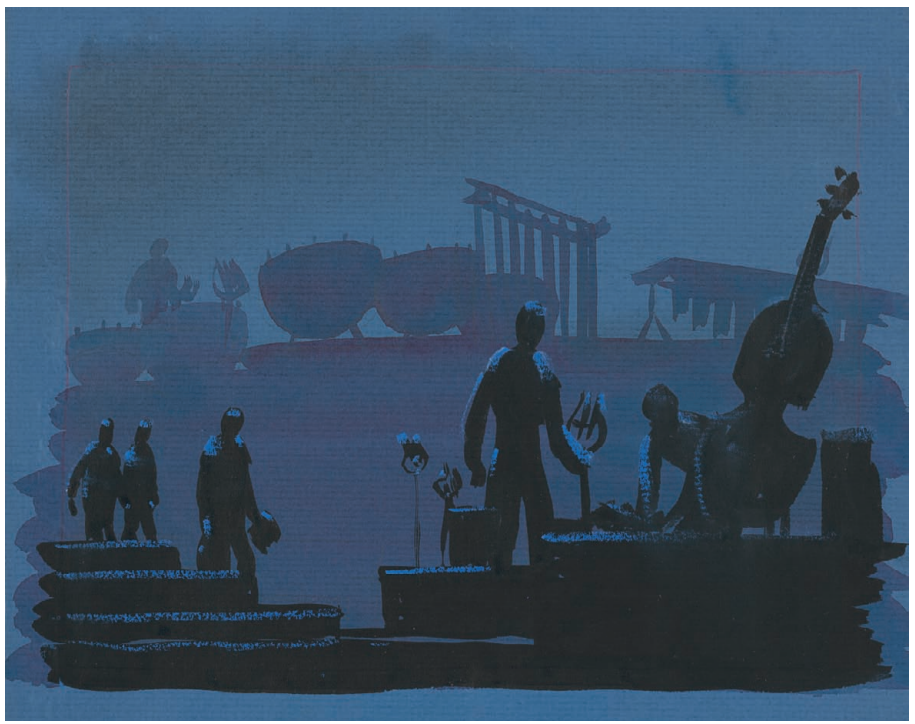
OPPOSITE, ABOVE, AND PAGE 44: "The Dance of the Hours" sequence in *Fantasia*. Courtesy: Walt Disney Family Foundation.

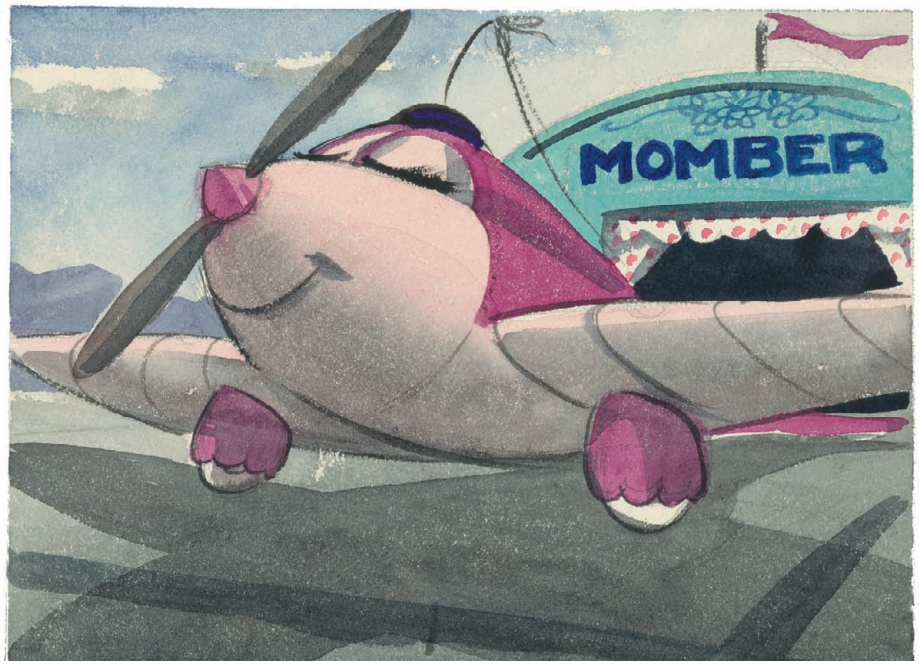




OPPOSITE: Story sketches for the "Toccata and Fugue in D Minor" sequence in *Fantasia*.







OPPOSITE: Character study of two birds of paradise for *Saludos Amigos*.

ABOVE AND PAGE 48: Story sketches for "Pedro" from *Saludos Amigos* in the style of Lee Blair.

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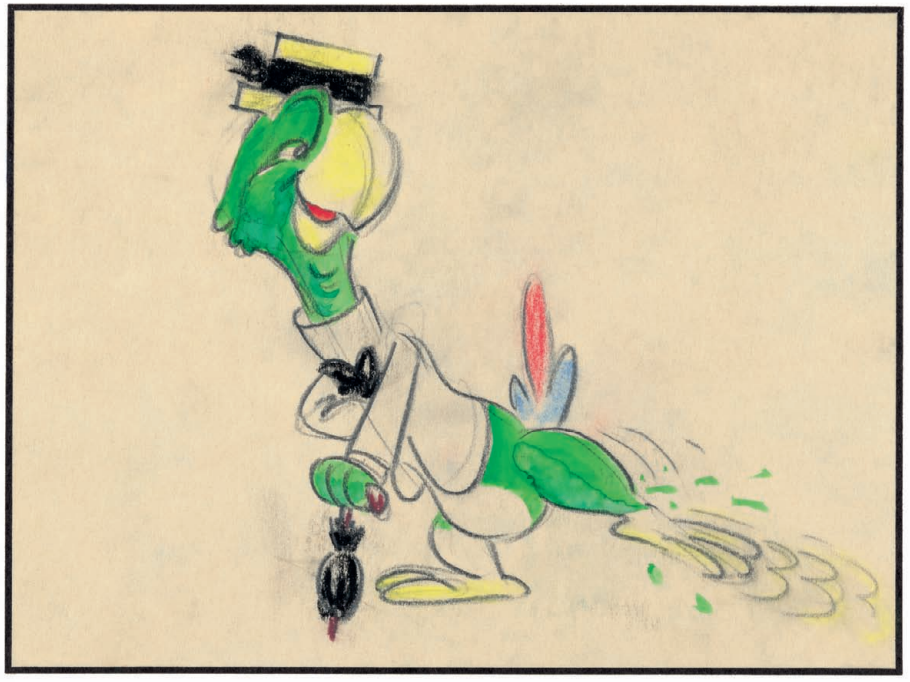
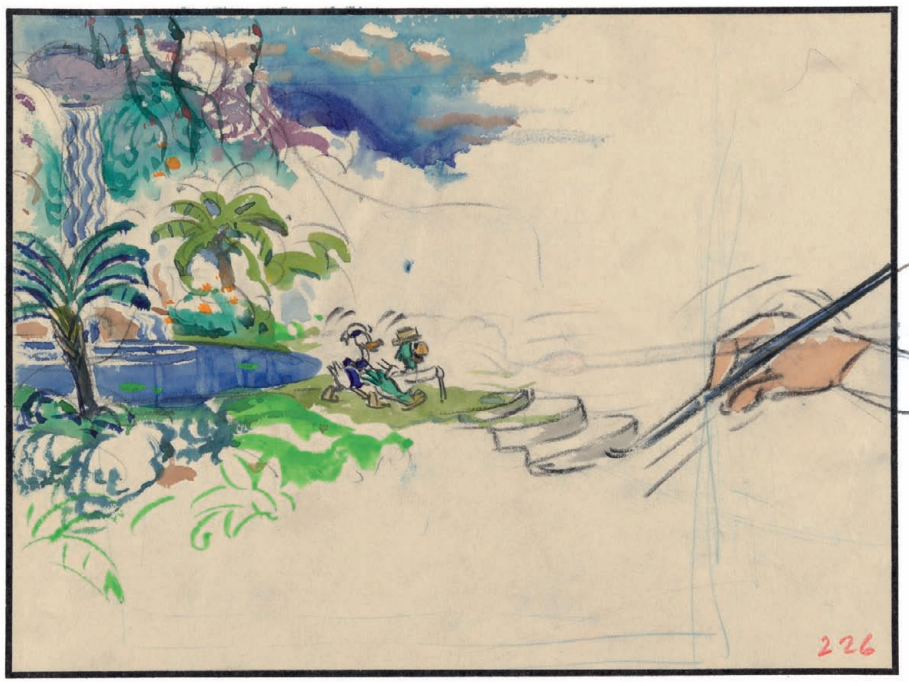
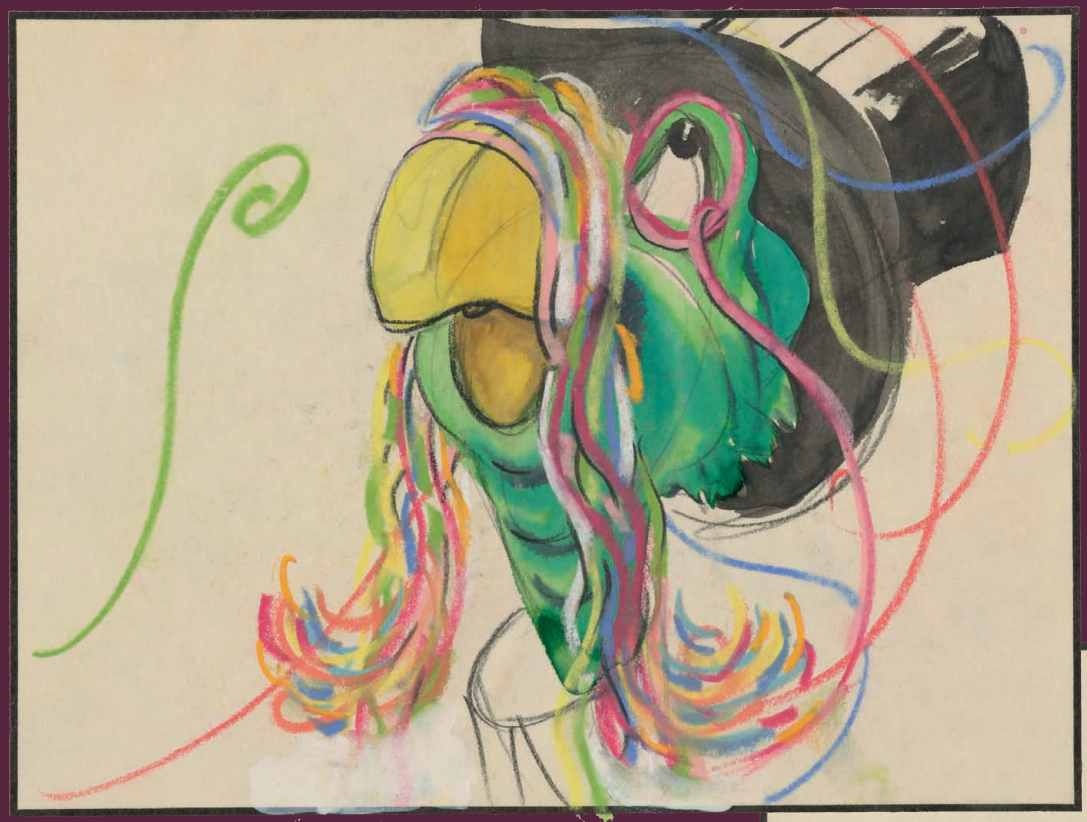




ABOVE AND PAGES 50-51: Story sketches for the "Aquarela do Brasil" sequence in *Saludos Amigos*.



2

MARY BLAIR

"She was the most amazing colorist of all time. I don't think even Matisse could hold a candle to her..."

—ANIMATOR MARC DAVIS

OPPOSITE: Mary Blair at home. Courtesy: Maggie Richardson.

ABOVE: An early story sketch for *Winnie the Pooh* from the late '30s or early '40s, in the style of Mary Blair.

There was something about Mary Blair's style that appealed to Walt's sensitivity: the way she projected a childlike innocence into her art or, perhaps, her uncanny sense of color. Story artist Joe Grant explained:

> At first, Walt was a little stunned at the new stuff [Mary was creating], and then he began realizing it was contemporary and it was something he should be using. I think he discovered himself at the same time, his artistic self.[55]

Walt's self-discovery made Mary Blair the most influential Disney concept artist of the 1950s. Ironically, Mary's artistic breakthroughs came about through a series of events set in motion by her husband Lee Blair, whose beautiful watercolors remained firmly anchored in the 1930s.

In a short, undated autobiography, Mary recalled:

> [On October 21], 1911, I was born along with a twin sister in McAllister, Oklahoma, and grew up obscurely defacing school books with crude drawings which finally led to a few years training at the Chouinard School of Art in Los Angeles in 1931–33. After studying there with such artists as Pruett Carter, Morgan Russell and Millard Sheets, I painted watercolors which found their way into exhibitions at the Los Angeles Museum, San Francisco World Fair, Texas Centennial, Chicago Art Institute, New York Riverside Museum, etc. My first work professionally was as color director for the animation unit of the Metro Goldwyn Mayer studio.[56]

In fact, Mary's career in animation preceded her stint at MGM, as Lee Blair remembered:

> [Mary] had worked out at Ub Iwerks' [studio in the Paint Department] as an opaquer. Then she decided she didn't want to have anything more to do with animation, so she went home and started painting seriously. [Sometime after I left the Harman-Ising studio in May 1938], Hugh [Harman] and Rudy [Ising] went to work for MGM and got going again . . . They said, "Why don't we hire his wife, she's better than he is." Mary went over to MGM, and that's when she started working for Hugh Harman.[57]

Mary added:

> They asked if I could take [Lee's] place and I said, "Oh, I will for a month or two." I was there for three years . . . I was a color designer . . . I didn't want the job. Three . . . years in the business with Ising still didn't convince me. Then, with the necessary push from husband Lee, I reluctantly moved to sketch for Disney.[58]

Mary joined the Disney studio on April 11, 1940, and was immediately asked to create story sketches for two of Joe Grant's brainchildren: *Dumbo* and *Lady* (which years later became *Lady and the Tramp*), as well as for *Penelope and the 12 Months*.[59] According to animation historian Charles Solomon:

> Joe Grant says that he and Dick Huemer wrote *Penelope and the 12 Months* because they liked the name. They began with a poem, then expanded it into a story for a short film about a little girl who traveled through time with the help of a magical grandfather clock. In the course of her adventures, Penelope met characters who represented the months of the year, Mother Nature and her attendant elements (rain, snow, etc.), and a leprechaun . . . Not long after the war, Blair and other artists reworked *Penelope* into a sort of distaff version of *The Prince and the Pauper* set in Imperial Russia.[60]

The ideas were cute, the artwork exciting, but the project was eventually shelved.

Mary's early watercolor drawings for the studio were so reminiscent of Lee Blair's style that if it weren't for interviews conducted years later with both artists, it would be hard to know who among them created what. Mary found work at the studio "interesting, but not enough to sidetrack my first ambition and art school formed aspiration: illustration."[61] And, so, on June 13, 1941, she resigned.

ABOVE: Disney publicist Janet Martin (left) and Mary Blair in Guatemala during the 1941 trip to Latin America. Courtesy: Brian Lansburgh.

THE AWAKENING

A month later, however, Lee Blair came home with startling news that would change Mary's life and career forever.

> One day I was happily working at the studio and Walt announced that he [and a group of studio artists were] going to take a trip to South America that was sponsored by Nelson Rockefeller . . . I got included in that group and I went home to tell my wife who had just quit at the Disney studio . . . She got all upset because she wasn't going to go along. Her father said, "Mary, why don't you get yourself all dressed up and go over to the studio and make an appointment with Mr. Disney and tell him that you want to go, too." [Walt] thought it was a great idea. Mary was included in the trip. Away we went to South America.[62]

TOP LEFT: Marching band in Rio de Janeiro by Mary or Lee Blair.

TOP RIGHT: Painting of Lake Titicaca in Bolivia. Courtesy: Lydia Bodrero.

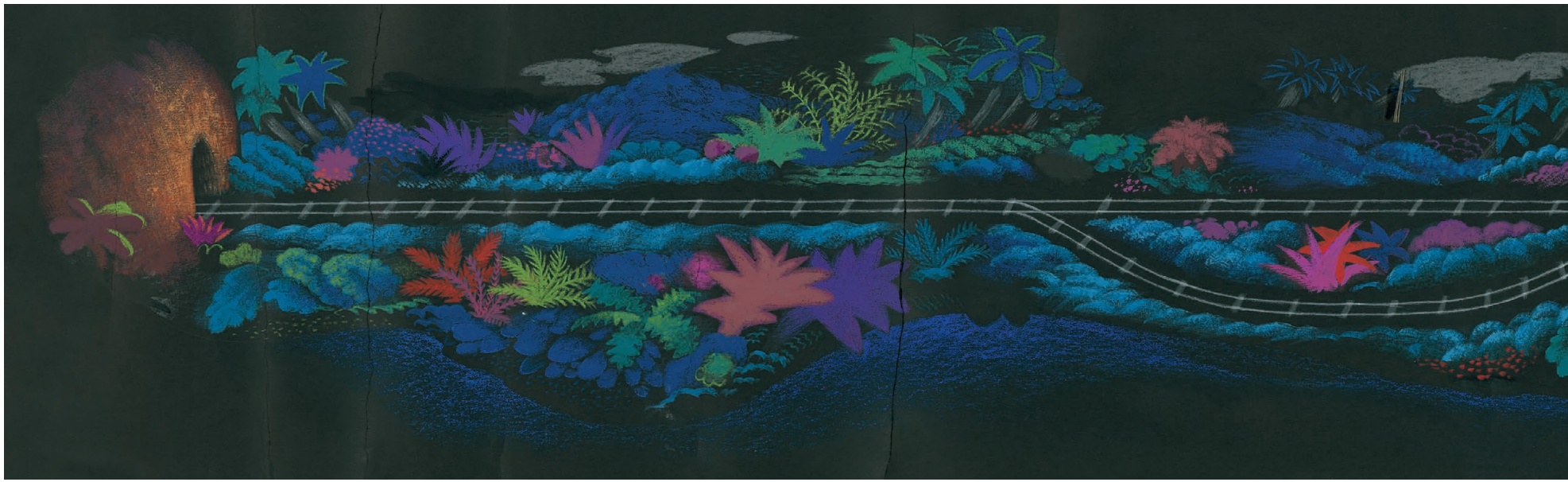
Mary was rehired by Disney on August 8, 1941, and by August 13 she was in Miami, en route to Latin America. The trip, which took Lee and Mary to Brazil, Argentina, Bolivia, Peru, Ecuador, Guatemala, and Mexico was an adventure in itself, at times scary, always fascinating. Lee's recollection of the artists' discovery of the Amazon's wilderness gives a good sense of the ongoing wonders that were in store for Disney's team during those long two months:

> As we crossed the Guianas you could look as far as your eyes could see and it was green, absolutely green. There wasn't a single fire. Until we began to get to Belen, Brazil, which was down further. That's at the mouth of the Amazon. The airplane began to lose a little altitude and came on down. What they did in those days in those primitive airfields in the South American jungle, they would start about a mile and a half away and chop the tops of the trees off. Then they would go about a mile and a quarter and chop two thirds of it off and on and on. So they chopped a great long corridor down through this jungle for this airplane to come in. As we dropped down, you could see the jungle going by on either side. It was kind of scary.[63]

As for Mary, she discovered a new world, a world whose colors were a revelation:

> Brazil is really a very colorful country. The jungle colors and, as they say down there, the "Black North," has lots of colorful qualities. The costumes and native folk art are really bright and happy like the same things in Guatemala.[64]

What was taking place in her mind and in her art was nothing short of a metamorphosis. Historian J. B. Kaufman described the astonishing process:



TOP: Background by Mary Blair for the "Baía" sequence in *The Three Caballeros*.

BOTTOM: Three story sketches for the "Las Posadas" sequence in *The Three Caballeros*.

Touched off by some subliminal catalyst in the South American atmosphere, a new artistic voice was emerging in her paintings. Striking, original color combinations and deceptively simple renderings expressed the Brazilian and Argentine environment in a raw, primal, and thoroughly personal way. "She'd always been following in other people's footsteps," Frank Thomas explained. "And she could draw like anybody else and paint like anybody else, but she wasn't expressing herself. And down there, looking at something . . . like Paul Gauguin trying to find out in Tahiti the real honest roots of a civilization or a people or their beliefs. And I think Mary picked up some of that down there, something very simple and direct and sharply in focus. It was just great stuff."[65]

Mary realized that the trip had changed her deeply, as she recalled many years later:

From then on everything was extremely interesting. The type of work now involved—inspirational sketches, styling, obtaining material on survey trips—was started by this trip to South America. From '41 on I felt that I [had] found a place in the business. This also involves art direction and planning an art treatment of a picture.[66]

Back in Burbank, Mary dove into work creating concept drawings and story sketches for the "Lake Titicaca" and "Aquarela do Brasil" sequences of *Saludos Amigos* and working on ideas for "Xochimilco" and "Chichicastenango," two abandoned projects based on the artists' visits to the eponymous cities in Mexico and Guatemala.[67] Director Norm Ferguson enjoyed the results of those early efforts, and on October 31, 1941, he wrote to Walt about the "Lake Titicaca" sketches:

> Mary Blair and Jack Miller were working on Duck and Llama sketches with the thought that the Duck might be used as an archeologist in a Bolivian or Peruvian setting. From what I have seen Mary has some interesting water color atmosphere sketches that look like possibilities for background handling. The story itself rests with the possibilities of gags we could get around the Duck and Llama.[68]

But the sequence that most impressed Mary's colleagues and Walt Disney himself was one she developed for the next Latin American feature, *The Three Caballeros*. Animator Frank Thomas was enthusiastic:

> I'll tell you a place where Mary Blair's [designs] worked, and worked awfully well, was the little train to Baía [in *The Three Caballeros*]. Just that short little samba thing that Les Clark animated, and she'd done this keen drawing on black paper of all the little palm trees—they were very decorative, and it was easy to keep the train going around through her design. Once again, you have to have an idea that's compatible with the design.[69]

Mary Blair added:

> I actually did paint the backgrounds for the little train sequence. Walt said that I knew about colors that he had never heard of before.[70]

The 1941 trip to Latin America was not Mary's last research trip. Far from it. By December 9, 1942, she was on the road again. She had been personally selected by Walt to accompany him, his wife Lilian, and a small group of Disney artists on a trip back to Mexico. Mary wanted to explore and see everything, as her traveling companion Eric Larson confided:

> I did work closely with Mary Blair. As a traveling companion, you couldn't get her off balance. She and I were paired off. Mary was a reserved person. She never dropped her guard at all. During the South American trip we traveled around some of those old missions and pueblos and where they dumped skeletons. In some places there were no doors and we had to crawl down and get down on all fours—she didn't stop—she was a researcher at heart.[71]

One of the most memorable sights observed by the artists during their trip was the traditional celebration of Las Posadas (the Christmas festival). Just three months after returning to the studio Mary Blair was already working on a Las Posadas concept, which was soon integrated into the "La Piñata" sequence from *The Three Caballeros*.[72] The small kids holding candles in the night are vintage Mary Blair and represent one of the rare instances when Mary's style made it almost directly to the screen. Historically, the kids that Mary designed for this beautiful sequence have an added significance: by Mary's own admission they led to the characters that she created twenty years later for the New York World's Fair attraction *it's a small world*.[73]

ABOVE: Mary Blair gives a chalk talk in Mexico in 1942. Courtesy: Maggie Richardson.

CUBAN ADVENTURE

Shortly after the Mexico trip, Mary was back on a plane, this time on her way to Cuba. She left Burbank on March 19, 1943, and returned to the United States close to a month later. On April 8, she wrote Walt a long letter that conveys her enthusiasm and gives a sense of the A-list local celebrities and intellectuals whom the artist had an opportunity to meet thanks to the magic of the Disney name:

What I have seen in Cuba so far—in my opinion—is very gratifying to our expectations. In many respects it is similar to Brazil and offers equally interesting picture possibilities with its music, landscape, customs, and its people. Upon my arrival I contacted the American Embassy and met Mr. McBride, Ambassador [Spruille] Braden, and Kenneth Campbell of the Coordinator's office. They were enthusiastic about our mission here as they were very much impressed with *Saludos*, and have been a great help to us. Mr. McBride arranged an interesting and informative evening at his home where we met Sr. Conrado Massaguer, famous caricaturist, Professor Herminio Portell Vilá, well known historian, and [Alejo] Carpentier, writer and radio man.

Other activities include tours through a cigar factory and a sugar "Central" (mill), most important industries of Cuba; a drive to Varadero Beach and a three day trip to the historical city Santiago de Cuba. We being at all times well fortified with cameras, sketch books and note books.

The trip to Varadero Beach was interesting for the drive through tropical Cuban landscape, which is more like one big National Park, rich with royal palms, sugar canes, tropical fruit trees, red earth and "bohias" (native huts). Our stay in Santiago was valuable in that the city is very old and unspoiled by tourist traffic, and because we stayed at a private Cuban home, that of Andres Duany, a friend of Mr. Halpern's. There we had a look into daily Cuban life. Mr. Duany was very helpful in taking us to out-of-the-way villages outside of Santiago, and in giving us information on customs and flora and fauna of Cuba. We were also able to visit a Tumba [Francesa] there, a society of Haitians who still retain ancient African music and ceremonials. This was interesting mostly for the music which was made up solely of percussion and seems to be the sort of Cuban music today. Mr. Hal-pern stayed on with his friend in Santiago two more days in order to go deeper into the country, armed with the camera, to places where it seems I, being an unfortunate female, am not allowed to go. One of our most fascinating acquaintances in Santiago was the Albatross, a very comical bird with movie possibilities.

In Havana we have made inquiry into popular Cuban music. I have also talked to Margarita Lecuona, composer of "Babalú" and "Tabú" and talented in singing and dancing, besides being an authority on Afro-Cuban music. Jack [Cutting] and Bill [Cottrell] left for Washington yesterday, Wednesday. They have been a great help to me. I expect to see them in New York where they will be of further assistance in judging Cuban talent. The general opinion here, as to the best talent in New York, points to Ernesto Lecuona, composer, and Miguelito Valdés, singer and dancer. There is much to say about Cuba. I am personally enthusiastic and am looking forward to discussing it further with you.[74]

When Walt Disney sent Mary on the Cuba trip, he was already thinking of a sequel to *Saludos Amigos* and *The Three Caballeros*. The project was titled *Carnival* and was meant to feature sequences about Mexico, Brazil, and Cuba. *Saludos Amigos* had introduced the Brazilian character Jose Carioca, and *The Three Caballeros* featured a Mexican character, Panchito, so it made sense to create a Cuban character for *Carnival*. The artists suggested a "Kikirigui" or bantam rooster, whose name would be "Miguelito Maracas," and Mary proposed several designs for the new Cuban hero.[75]

By November 30, 1945, the *Carnival* project was envisioned as featuring six sequences: "Cachita—Para Pan Pin" (Cuba); "Cigar Fantasy" (Cuba); "El Amor de Bohio" (Cuba); "Cape Dance" (Granada); "Apanhei te Cavaquinho," which became "Blame It on the Samba" (Brazil); "Destino" (Mexico); and "La Parranda / Gotta Get Going" (Mexico). Most of those sequences were being developed by artist Dick Kelsey, but two of them were handled by Mary Blair. For "Blame It on the Samba," she was teamed up with James Bodrero to create stunningly colorful and zany story sketches featuring Donald, Jose Carioca, and the Aracuan Bird. Artist T. Hee was her story colleague on "La Parranda."[76]

By January 8, 1946, *Carnival* had become *Latin Rhapsody* and only three sequences survived: a live-action / animation number

ABOVE: Four drawings of the proposed Cuban character Miguelito Maracas.

featuring actress Ethel Smith and The Three Caballeros, "Blame It on the Samba"; and "Fiesta of the Flowers" also known as "The Flower Song," "Mexican Dance," and "Carnival of the Flowers."[77] Mary Blair's artwork for this later sequence is reminiscent of some of the concepts developed by Ferdinand Horvath and Bianca Majolie in the 1930s for the abandoned *Flower Ballet*. Historian J. B. Kaufman explained:

> ["Fiesta of the Flowers"] was to be based on the song "La Feria de las Flores," by Jorge "Chucho" Monge . . . The plot is exceedingly simple: a dashing caballero rides to the Fiesta of the Flowers, finds and claims his fair lady, and rides away with her. What sets the story apart is the botanical cast: all the characters are loosely constructed of flowers.[78]

When the *Latin Rhapsody* project was abandoned later that year, "Fiesta of the Flowers" was shelved, while "Blame It on the Samba" eventually became part of *Melody Time* (1948).

ABOVE: Story sketch for the abandoned project "Fiesta of the Flowers."

AMERICANA

If the early 1940s were dominated by Latin America themes, by 1944 Walt and his artists started to draw their inspiration from American history and folklore. Mary's next research trip took her to Atlanta, Georgia, to gather material for the making of *Song of the South* based on the books by Joel Chandler Harris about Uncle Remus. She arrived on October 3, 1944, and immediately met with the well-known artist and historian Wilbur G. Kurtz. By the time she came back to the studio at the end of the month, according to the local papers, Mary had "viewed with enthusiasm paintings [Kurtz] ha[d] done depicting old plantation scenes" and visited [with Kurtz] Turnwold, "the old plantation home of Joseph Addison Turner, where Joel Chandler Harris first learned to type, read good literature, and write."[79]

She told a journalist of the *Atlanta Constitution*:

> I want to know what a Georgia cotton field looks like and all about the briar patch . . . I want to find out about the weather and the terrain and to get the feel of Georgia for myself.[80]

Mary's following two projects, *So Dear to My Heart* (based on the book *Midnight and Jeremiah* by Sterling North) and *Johnny Appleseed* (which was envisioned as a sequence in a proposed American Folklore package feature) were also very American in nature. And Mary found herself on the road again, traveling to Indiana, Maryland, and New York in April 1945 to gather material, principally for *So Dear to My Heart*. On April 20, she wrote Walt from Maryland:

> I am well settled now and into a good working schedule. This place is really conducive to work. It's quiet, pleasant, and time is no problem. In fact, it seems ideal. My appreciation for the opportunity to work this way is very genuine. As Hal [Adelquist] has probably mentioned, I plan to go to New York on the 28th to stay there until May 2nd; then I will go on to Indiana with Perce [Pearce] and stay there as long as you think it is necessary. In New York I will have the opportunity to go over the latest story developments and plans with Perce. I will also spend sometime in the New York library and museum to find what they have to offer in the way of research material for both *Midnight* [*and Jeremiah*] and *Alice* [*in Wonderland*]. In the meantime I am working on sketches and ideas premised on our last discussion. I found a good book on American quilts and bought it for the studio. I think I could make a quilt now after reading it. It seems that quilt making is a revived art in this country now, which fact adds more value [to] its use as a medium of expression in our picture.[81]

The years that followed must have been particularly busy for Mary. She was working on *So Dear to My Heart*, *Melody Time*, *Make Mine Music*, *The Adventures of Ichabod and Mr. Toad*, and even on an early version of the movie that became *Darby O'Gill and the Little People*, known in 1946 as *The Little People* and envisioned at the time as a combination of live-action and animation.[82] In March 1946 there was even talk of sending her to France to gather ideas for a French musical package feature structured with songs and short stories in a similar fashion to *Saludos Amigos*. That trip, however, never took place.[83]

In 1946, Mary moved to New York with Lee, who had just started his own company, Film Graphics, and she started working for the studio remotely, proof of how much Disney valued her creative contributions.[84]

ABOVE: Story sketch for *Song of the South*. Courtesy: Heritage Auctions.

THE MARY BLAIR LOOK

By the end of the 1940s, with the studio recovering from the war, Walt decided that time had come to start producing ambitious full-length animated features again. However, he sought a fresh stylistic approach that would stimulate both his artists and his audience. To reach this ambitious goal, he turned once more to Mary Blair, as Ben Sharpsteen recalled:

> When Walt decided to make *Cinderella*, he looked for practical ways to style it so that it would not be reminiscent of *Snow White*. He wanted to plus each picture—he wanted to make every picture better than the last. So he looked for what he called "styling" in the picture. "Styling" often meant the characters involved or also the background, but in this case, he was extremely anxious to get something of Mary Blair's natural talents into the character of Cinderella herself. Mary was given every opportunity to contribute in any way that she wished. This resulted in a great number of drawings which she made, depicting Cinderella, Prince Charming, and characters for the film generally. Walt made quite a point of this to the story men.
>
> As the picture moved to direction, it was necessary that all story material go through an intermediate stage to prepare it for the animators. Animators could not be expected to take anybody's style and to render it practical for animating. The animators were very competent men in their own right, but they were inclined to fall into a rut, and to do things as they had always done them. This is what Walt wanted to eliminate.

But translating Mary's two-dimensional designs to the screen proved to be an almost impossible challenge and created endless frustrations, according to Ben Sharpsteen:

> Walt took two competent men—one was an animator and one a layout man—and he teamed them together to set the style of the characters. These two men, Ken Anderson and Marc Davis. were caught between Walt, with his insistence that they capture what Mary Blair had contributed, and the animators, who protested if the styling was not practical for animating. As things finally turned out, the influence of Mary Blair was never apparent—in other words, her charm was not outstanding in the film. Walt naturally felt that he had done all he could and would hope for better results another time.[85]

Ken Anderson summarized the quandary:

> We tried to follow Mary Blair many times, many times. And Walt used to be so annoyed at us because we couldn't pull off what Mary had in these keys that she had made and because the animation didn't seem to be the same decorative type of character that Mary had put in her paintings. Besides, they couldn't be quite as colorful, because there would be too much saturation of color for too long a period of time and people thought that it was hard on the eyes.[86]

And yet, in a way, the spirit of Mary's concept drawings made it to the screen. Discussing the making of *Alice in Wonderland*, director Wilfred Jackson explained:

> Styling sketches at Disney's were inspirational designs or paintings made by an artist assigned by Walt to "style" the picture. These were usually made in the early stages of production while the story was being developed and before any animation had been started. I don't believe these styling sketches, themselves, ever appeared on the screen in

any of the cartoons. These sketches helped Walt to decide *how he wanted the picture to look* when it was all done. They were used to show those of us who made the cartoon elements that would be photographed and seen on the screen *what Walt wanted us to make them look like* . . . So, when Mary styled one of Walt's cartoons, that is the way we made use of her styling sketches. They influenced the way others of us, the story sketch artists, the layout men, animators and background painters, made our own drawings and paintings for the production to a greater or lesser degree depending mostly on how much emphasis Walt put on the styling of any particular cartoon. But, even when the styling aspect of a picture was not especially stressed, we still drew or painted our own parts of the production differently than we would have done if we had seen no styling sketches at all . . . There is much more to Mary's designs than just the surface look, or unique appearance of them. Contained, also, within her designs is an expression of Mary's own response as a sensitive artist, to *WHAT the thing is*, or the creature, or the person is—not just how it looks. Somehow she conveys some of the feeling of *what it is like to be* the child doing the thing she pictures while that individual child is doing it—or to *be* the horse, or the owl—or to be the flower, or blade of grass, or cloud in the sky, or whatever the subject may be she is picturing. Mary would respond to this particular aspect of what was to be in the cartoon production in her own way, which was not exactly like the way any of the rest of us who were working on the cartoon would respond to it. Her styling designs showed her concept of the characters in the cartoon story as well as the locale in which they moved about. And so her styling sketches influenced the "look" of the characters, too. To the extent that the story men and the animators were influenced to feel *what it is like to be* the person, or owl, or whatever, in the same way Mary felt it—to that extent, she had a part in "designing" the personalities of the characters in the cartoon as well as the backgrounds.[87]

ABOVE LEFT: Character study for the "Once Upon a Wintertime" sequence in *Melody Time*.

ABOVE RIGHT: Story sketch for *The Little House*.

OPPOSITE: Concept painting for the attraction *it's a small world*. Courtesy: Alan Coats.

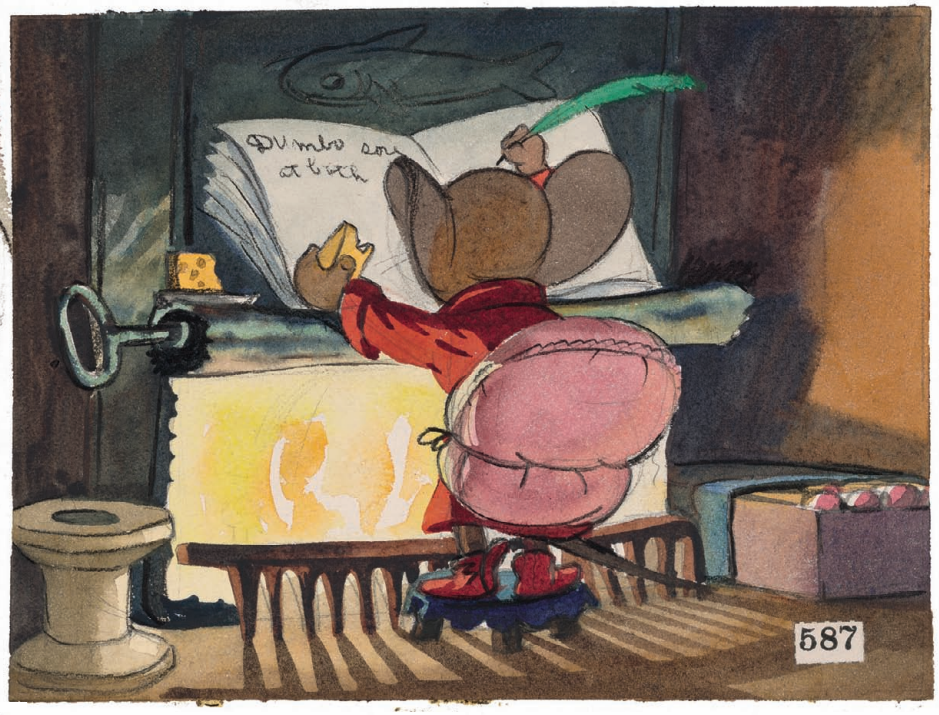
On February 1, 1953, after having completed work on three additional masterpieces, the feature *Peter Pan* and the shorts *The Little House* and *Susie, the Little Blue Coupe*, Mary Blair decided to leave the Disney studio.

Her later career as a children's book illustrator, professional painter, and main creative designer of the Disney attraction *it's a small world* took her in fascinating new creative directions.

When she passed away on July 26, 1978, her former Disney colleagues knew that a major artist had died. Marc Davis summarized it better than anyone:

> [Mary Blair] was the most amazing colorist of all time. I don't think even Matisse could hold a candle to her—and I mean that very sincerely. She could put colors together and they would just sing.[88]

41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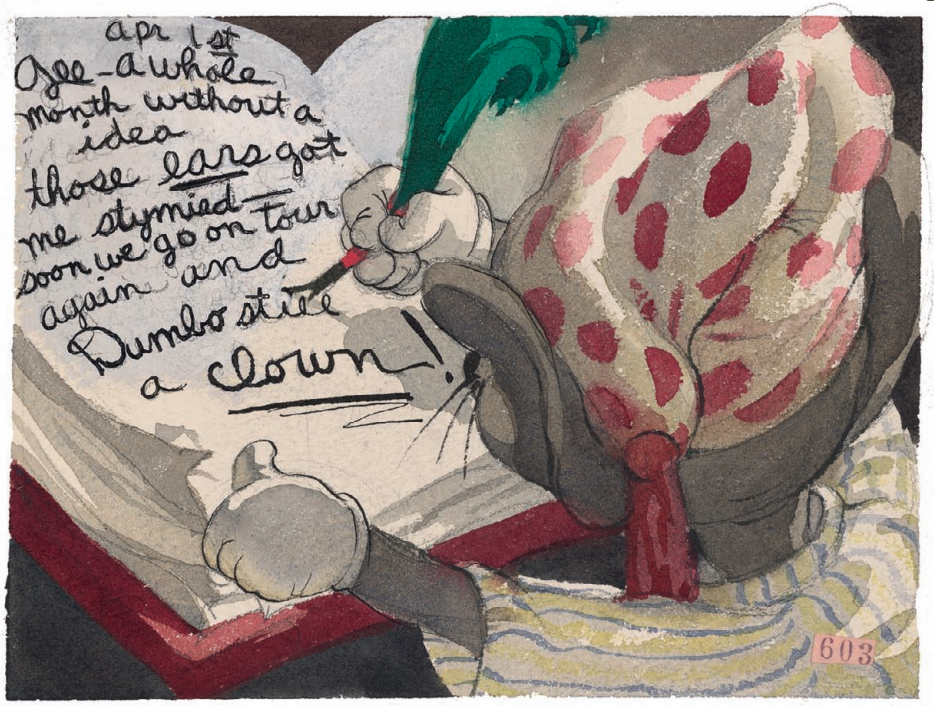
apr 1st
Gee-a whole month without a idea those fars got me stymied— soon we go on tour again and Dumbo still a clown!
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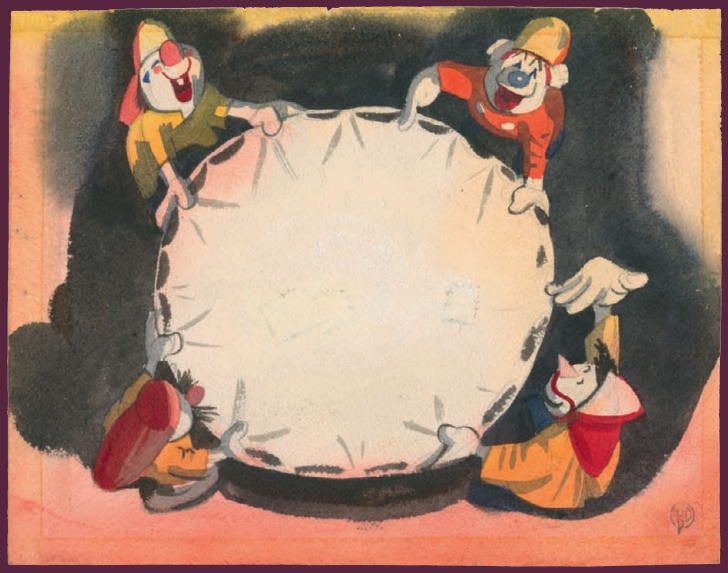
602

OPPOSITE AND ABOVE: Story sketches for an abandoned sequence from *Dumbo*: "A Mouse's Diary."

OPPOSITE, ABOVE, AND PAGE 72: Story sketches for *Dumbo*.

77

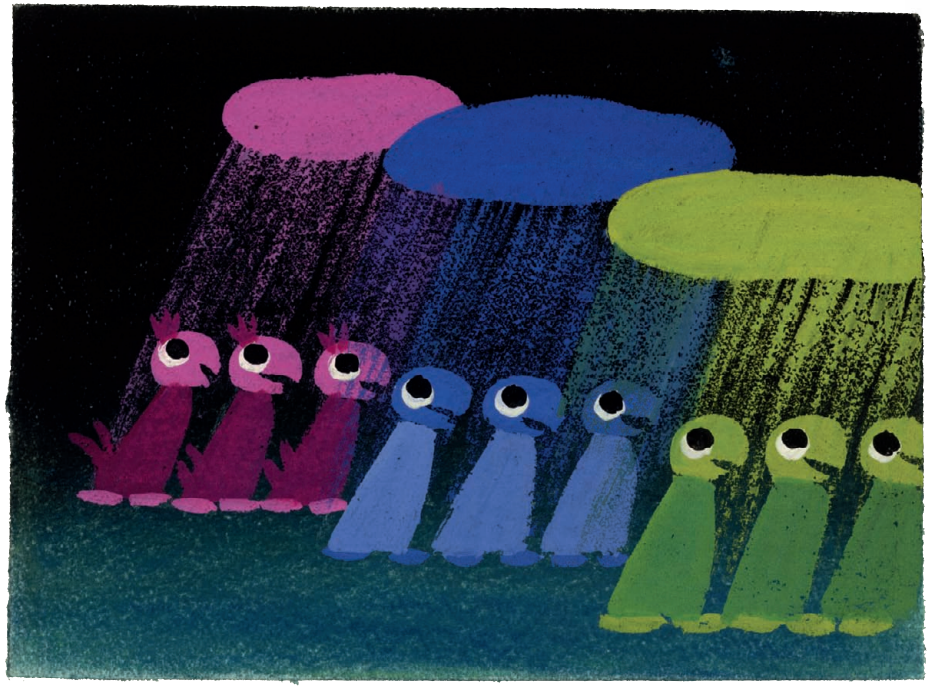


ABOVE AND PAGE 74: Story sketches for the abandoned project *Penelope and the 12 Months*.

AUGUST

ABOVE: Character studies for the abandoned musical project *Baby Ballet*.

ABOVE AND OPPOSITE: Early story sketches for the "Baía" sequence in *The Three Caballeros*.



ABOVE: Concept piece for *So Dear to My Heart.*

PAGES 79–80: Story sketches for the "Blame It on the Samba" sequence in *Melody Time.*

Cocktail
do
Samba

a
Musical
Cocktail
CREDITS

DANGER

PAGE 81: Story sketch for "The Legend of Sleepy Hollow" sequence in *The Adventures of Ichabod and Mr. Toad*. Courtesy: Harold Ober.

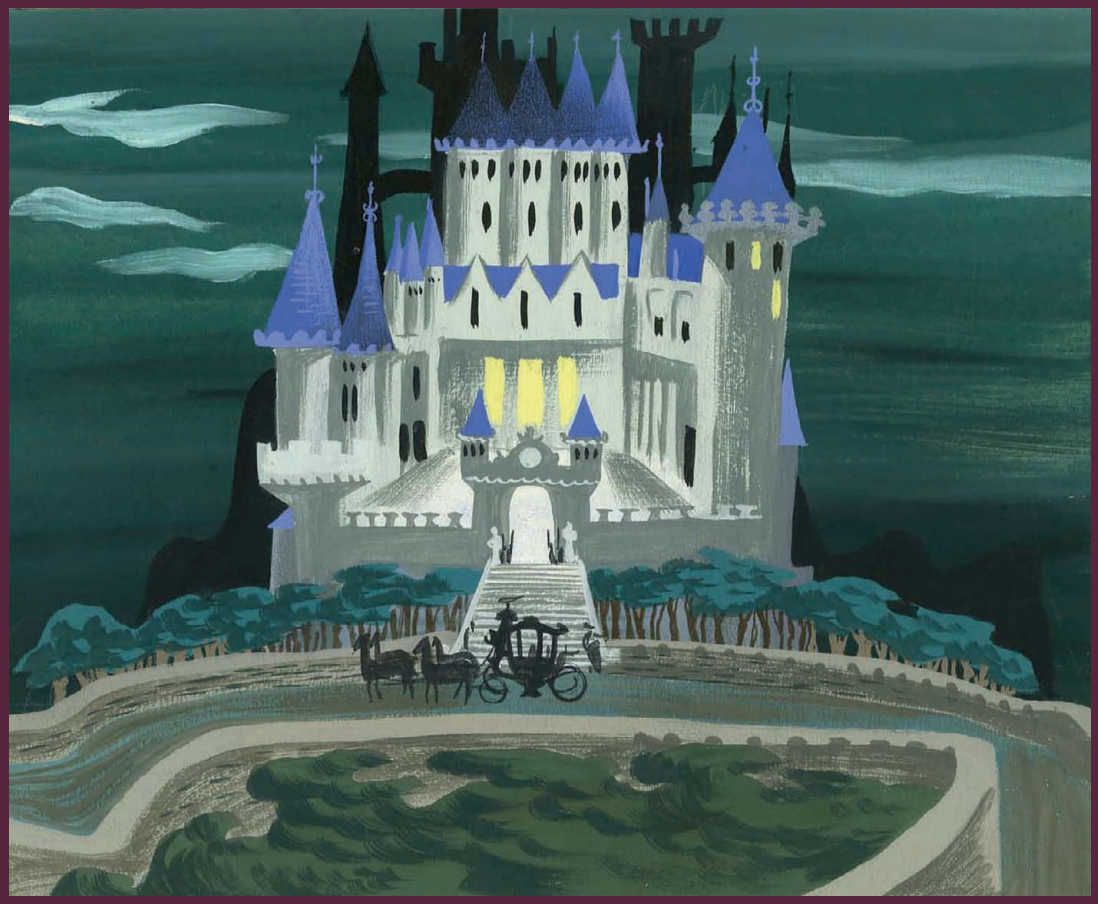
ABOVE AND OPPOSITE: Character designs for "The Legend of Sleepy Hollow" sequence in *The Adventures of Ichabod and Mr. Toad*. Courtesy: Ted Thomas.

THIS PAGE AND OPPOSITE: Character designs for *Cinderella*.

CINDERELLA

LEFT: Story sketch for *Cinderella*. Courtesy: Ralph Eggleston.

RIGHT: The Tremaine House in *Cinderella*. Courtesy: Don Hahn.



LEFT: Story sketch for *Cinderella*. Courtesy: Heritage Auctions.

RIGHT: Story sketch for *Cinderella*. Courtesy: Walt Disney Family Foundation.

ABOVE AND OPPOSITE: Story sketches for *Cinderella*.

BOTTOM LEFT: Courtesy: Eric Gandois.

ABOVE: Courtesy: Steve Spain.

ABOVE AND OPPOSITE: Miscellaneous character designs and concepts from *Alice in Wonderland*.

LEFT: Courtesy: Walt Disney Family Foundation.

BELOW: Courtesy: Wiley Rinaldi.

ABOVE AND PAGE 94: Concepts for the "Tulgey Wood" sequence in *Alice in Wonderland*.

OPPOSITE: The unbirthday celebration from *Alice in Wonderland*. Courtesy: Ralph Eggleston.

ABOVE LEFT: Courtesy: Matt Crandall.

BACK
AWAY
THERE

OPPOSITE TOP: Courtesy: Matt Crandall.

OPPOSITE BOTTOM: Courtesy: Pete Merolo.

ABOVE LEFT: Concept art. Courtesy: Wiley Rinaldi

RIGHT: Courtesy: Joe Campana.

ABOVE: Story sketch for *The Little House*. Courtesy: Don Hahn.

OPPOSITE: Story sketches for *Susie, the Little Blue Coupe*.

OPPOSITE TOP LEFT: Courtesy: Don Hahn.

OPPOSITE TOP RIGHT: Courtesy: Sue Tanner.

OPPOSITE BOTTOM: Courtesy: Heritage Auctions.

PAGES 98–99: Story sketches for *Peter Pan*.

PAGE 99, BOTTOM RIGHT: Courtesy: Pete Merolo.

3

TOM OREB

"Tom Oreb was probably one of the greatest artists I have ever known… He designed all the characters for Sleeping Beauty*…"*

—LAYOUT ARTIST VIC HABOUSH

The men and women who Disney historians refer to as "concept artists" all had their specialties. Albert Hurter and Ferdinand Horvath were great at visualizing odd sight-gags; Lee Blair, Mary Blair, and Walt Peregoy excelled at mood and color styling; Jack Miller, Tom Oreb, and Ken Anderson were master character designers.

The 1950s were dominated by a new generation of artists who brought Modernism to Disney animation: layout men Ray Aragon and Vic Haboush; background painters Eyvind Earle and Walt Peregoy. Ask any of them whom they considered the most talented character designer at Disney during those years and their answer was unanimous: Tom Oreb. Vic Haboush spoke for them all when he exclaimed:

> Tom Oreb was probably one of the greatest artists I have ever known. [He] was another one of those very gifted unsung heroes at Disney . . . He designed all the characters for *Sleeping Beauty* . . . He fashioned everybody . . . He became the guy I worshipped, at that age. I followed him all the way through.[89]

The Disney commercials of the 1950s; the shorts *Adventures in Music: Melody; Toot, Whistle, Plunk and Boom*; and *Paul Bunyan*; as well as the features *Sleeping Beauty* and *One Hundred and One Dalmatians* were all heavily influenced by Oreb's impeccable sense of design. His art is as inspiring today as it was at the time, and yet, unlike Mary Blair and Eyvind Earle, he remained almost forgotten for more than forty years after leaving Disney.

In 2001, animation historian Amid Amidi rediscovered Tom Oreb. It is thanks to his seminal work that we know so much about his life and career today. It was a brilliant career, but a tragic life. About Tom's early years Amid wrote:

Born Thomas Gabriel Oreb in Los Angeles on October 26, 1913 to second generation Croatian immigrant parents, he was the middle of five children . . . His father, Frank Oreb, was a clarinetist in the Long Beach Municipal Band, until the band dissolved during the Depression of the '30s, forcing him to find work as a waiter in downtown Los Angeles. The elder Oreb was also an amateur artist who painted and drew in his spare time. As Tom's younger sister Mary recalls, their house was filled with "Nothing but art and music. My dad had all of Balzac's books, *Anna Karenina*, those were the type of things that he had at home." The artistic genes ran deep among the Oreb siblings. Most of them would pursue careers in the creative arts—Tom's brother, Frank, was a fine animator at Disney, his older sister, Antoinette, was a pianist for Hollywood movie studios, and the youngest member of the family, Agnes, became a singer.

ABOVE: Tom Oreb photographed by Ray Aragon. Courtesy: Lena Aragon.

Tom showed an aptitude for art from an early age. His sister, Mary, remembers that the art teacher at Manual Arts High School in Los Angeles had taken an interest in Tom and would speak about him when she took his class a few years later. The teacher, Frederick Schwankovsky, had a keen eye for talent. He is often recognized as the influential mentor of the young Jackson Pollock, who also attended Manual Arts for a short period of time. In fact, Tom Oreb may have very well been friends with the future Abstract Expressionist painter Pollock, who was a few years older than him; and in later years, Tom would tell stories to friends and family about having brought Jackson to his house during his school years. He graduated from high school in 1932, with a scholarship to Otis Art Institute, but with the Depression in full throttle, his father could not afford to send him to school. While in years after, he would show occasional regrets about not having had the opportunity to receive formal art training, at the time the situation worked to the young Oreb's advantage. Tom's older brother, Frank, was by now employed at the fledgling Disney Studios and was able to secure a job in the mouse factory for his brother.

Shortly after Tom Oreb started at Disney in the mid-'30s, he fell ill, diagnosed as having sub-acute bacterial endocarditis. For nearly three years, he was bedridden, and not expected to live. He eventually pulled through, returning to full health, although he would be deaf in one ear for the rest of his life . . . After making a full recovery, Tom eagerly returned to Disney in [1936].[90] Bob Givens remembers that he shared a room with Tom while they were both working as inbetweeners on *Snow White and the Seven Dwarfs*. [By 1939], Tom, along with David Swift, had become the main assistants to [supervising animator] Ward Kimball.[91]

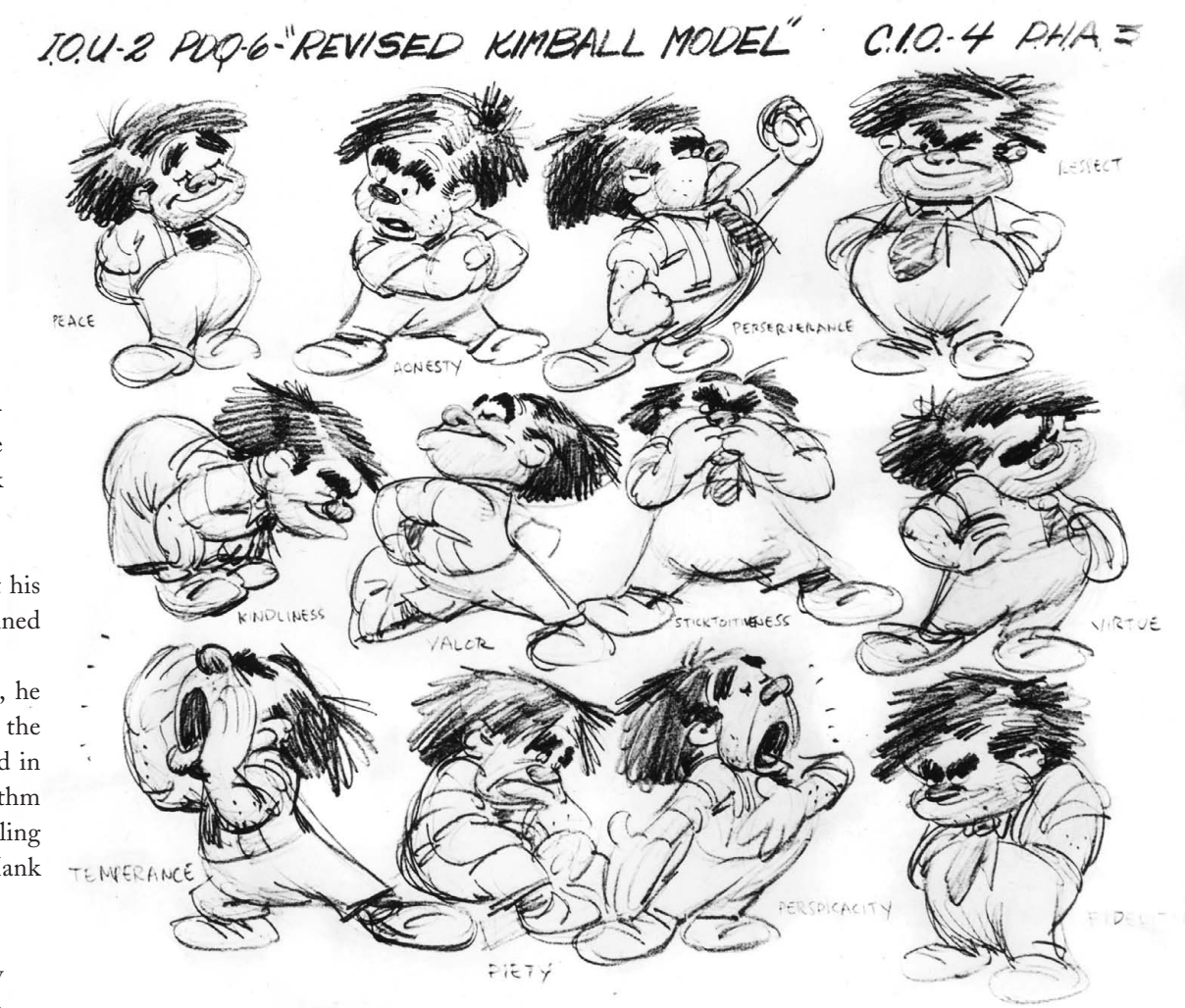
ON THE KIMBALL TEAM

On *Pinocchio*, Kimball was in charge of Jiminy Cricket. By the end of 1939, with just a few months to go until the movie's release, the animation of the character was close to completion. On November 11, Kimball noted in his diary: "[David] Swift, [Berk] Anthony, helping Oreb clean up Cricket." On December 6, he added, "Tom Oreb doing last Cricket scene." With that project completed, the team soon moved on to handle Bacchus in "The Pastoral Symphony" sequence in *Fantasia* and the crows in *Dumbo*. The work was intense, but the team was close-knit and Kimball had no qualms when it came to relying heavily on his assistants.

On November 16, 1940, one of the entries in Kimball's journal read: "I've got so much to do! I'll lay it out and give it to Swift and Oreb!" And on March 12, 1941: "Ben [Sharpsteen] called all the animators on *Dumbo* up to his office to get them to pledge a certain number of animation footage per day in order to get the picture out by June. I'm down for 40 feet a week! Imagine. I'll hand as much out as possible to Swift and Oreb." The artists did not mind taking on so much of Kimball's workload; they were full of enthusiasm. On April 7, Ward noted: "Got to keep the work rolling out though. Kelly, Oreb, and Swift are always howling for more!"[92]

Walt Kelly, Tom Oreb, and Dave "Bud" Swift were not just Ward's assistants; they were also part of his inner social circle at the time. Kimball explained:

> When it rained, we played touch football in the little narrow corridor that opened into our various rooms [at the Disney Studio on Hyperion Avenue]. Fred [Moore] and I would team up against Tom Oreb or Dave Swift or Kelly. We'd kick



off in the middle of the corridor. Everybody in the adjoining rooms would shut his door in self-defense, because the football might ricochet and knock over a lamp or a stack of drawings.[93]

And when he was starting to install a short train line at his new house in September 1940, Ward rejoiced, "I think I've lined up Swift and Oreb for track laying Sunday."[94]

Since Tom loved jazz and had a great sense of rhythm, he also soon became part of Kimball's jam session *habitués* all the way through the 1940s. In September 1939, Ward had noted in his diary: "Went back to our room to beat out tom-tom rhythm on waste baskets, while Oreb and Swift sat on the floor yelling the Hawaiian war chant."[95] And in his autobiography, artist Hank Ketcham recalled:

> During frequent breaks, Ward Kimball and Clark Mallory would magically produce a trombone and a clarinet and jump into "Royal Garden Blues," "Lazy River," and other Dixie gems, while Tom Oreb, Bud Swift, Walt Kelly, and I thumped on wastebaskets and film cans.[96]

But the harmony was soon shattered. In May 1941, when the Disney studio strike broke, Kimball stayed in, while Oreb decided to join the strikers. Ward took this with a grain of salt. On June 3, he wrote: "To work at 9:30. Only six guys picketing south gate. Oreb was one of them . . . Picture of Oreb with sign produced laughter from us which in turn made him laugh and become very red." On June 5, he added: "Oreb, [Hank] Ketcham, and [Chris] Ishii eating ice cream just outside of gate. Told 'em to come on in." And finally on June 11: "Called Oreb's mother. Told her to have him call me. He did at studio. Told him to come over to house to talk things over . . . Tom and [his fiancée] Bonnie over at 8 P.M. Glad to see us. [I] showed them [the] train. Talked with Tom about two hours. Convinced him he'll come back to work tomorrow. He was just scared stiff. Another victory."[97]

Little is known about Tom's activity at the studio during the war, save for the fact that in 1943 he drew the illustrations for a training booklet for new Disney employees, titled *The Ropes at Disney*.[98] The young man and woman created by Tom are full of personality and fairly stylized, but they do not yet have the strong angularity that would later be associated with the Oreb look.

ABOVE: Ward Kimball gag model sheet by Tom Oreb. Courtesy: Amid Amidi.

ABOVE LEFT: Self caricature of Tom Oreb at his animation desk. Courtesy: Hakes Americana & Collectibles.

ABOVE RIGHT: Self caricature of Tom Oreb with Salvador Dalí. Courtesy: Hakes Americana & Collectibles.

STORYMAN

By 1945, Tom was no longer an animator. He had joined the Story Department, and received his first story credit on the Pluto short *Canine Patrol*.

It may have been around that time that he developed two short storyboards about a mischievous kid who experiences the joys of childhood in an idealized country setting. The corny story, *The Barefoot Boy*, was based on the eponymous poem by John Greenleaf Whittier; Tom's storyboard drawings were cartoony and even a little old-fashioned, making the abandoned project an unmemorable one.

Tom was soon assigned to the team overseen by veteran director Jack Kinney, who noticed his talent right away. One of the first projects that Oreb tackled was the sequence "All the Cats Join In" for *Make Mine Music* (1946). Kinney recalled years later:

> On "All the Cats Join In"... we did some very rough sketches—scratches, like storyboards now . . . [Walt] came in, and we went through the story, and he said, "This needs tightening up. Tighten it up, and call me in." . . . We got the cue. We didn't change a thing in the original story. We brought in a guy by the name of Tom Oreb, a helluva good sketch man in pastels. And we'd do these same drawings, basically the

same thing—practically traced them—and we hung them on the board [with] two, sometimes three pushpins, so they were all in line—straight lines across—called Walt in and he said, "Yeah! That's what I mean, that's what I mean! Yeah, that's okay. Go ahead!"[99]

In 1946, while still working for Kinney, Tom was helping develop the storyboards of *Fun and Fancy Free*, *Wind in the Willows*, and *Ichabod Crane* (which became the two halves of *The Adventures of Ichabod and Mr. Toad*), and a new version of *Peter Pan*.[100]

Amid Amidi noted:

> While Tom Oreb's gag drawings from the early '40s already hint at a developing design sensibility, it wouldn't be until the late '40s that his more abstract and experimental approach to drawing would fully manifest itself. Modern art and illustration were clearly a large influence on his increasingly graphic style. He was an admirer of popular artists of the era such as Saul Steinberg, George Grosz, David Stone Martin, Ronald Searle and Pablo Picasso. He even named his cat Pablo, in honor of the Cubist painter.[101]

The first known series of "modern" drawings by Tom dates back from the later part of 1946 or the early part of 1947. It depicts a French gendarme in Paris and was developed for an odd project titled *One More Spring*. The original and fairly surreal story idea by Tom and Jesse Marsh would have depicted the tough life of an artist in Paris. But their project did not make it to the screen.[102]

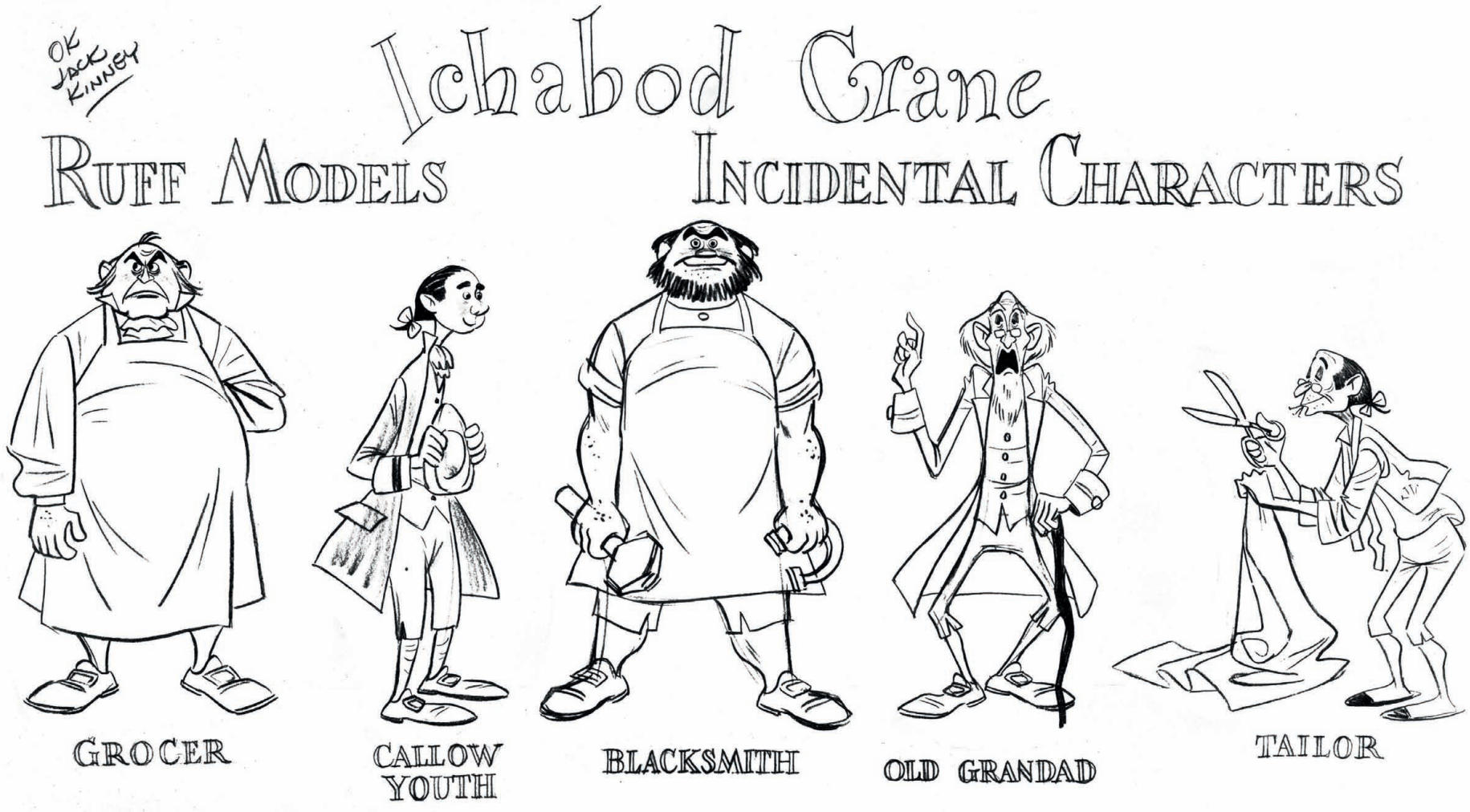
ABOVE: Story sketch for one of the stepsisters from *Cinderella*.

CHARACTER DESIGNER

By 1948, it was clear to all that Tom had become an outstanding character stylist. For *Cinderella*, his designs of Lucifer and the hens were so striking that his colleague Ken Anderson would use them as inspiration when he started planning the *Chanticleer* project more than a decade later, and his take on Cinderella's stepsisters was so good that Walt himself was overheard praising them in a story meeting on March 3, 1948: "Some of those sketches are not bad for a starter (girls'). Whose are those? Oreb's?"

"Yes."[103]

For *Alice in Wonderland*, Tom was handling both story development and character design. While his ideas for the look



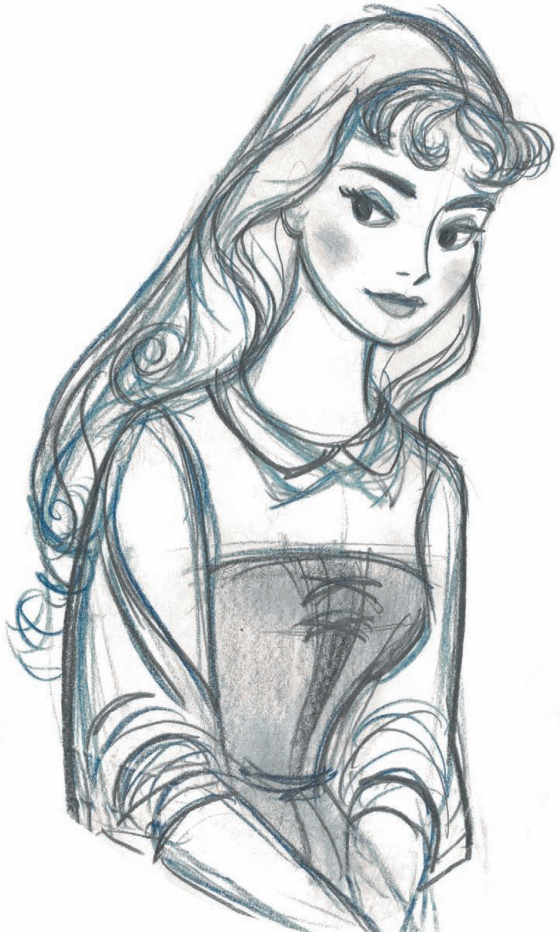
ABOVE: Early character models for *The Adventures of Ichabod and Mr. Toad*.

of Alice, Tweedle Dee, and Tweedle Dum were charming, his approach to the Mad Hatter was arresting and a clear influence on the final design of the character. As to the Jabberwocky sequence he developed for the movie: even if it was later abandoned, it remains a tour de force in terms of design, at once naïve and highly whimsical.

Unfortunately, 1948 was not a good year for Disney. Roy and Walt knew that they would have to announce a financial loss to their shareholders that fiscal year, which explained the round of lay-offs that affected the studio on September 14. Story artists Dick Huemer, Homer Brightman, Roy Williams, Del Connell, Johnny Walbridge, and Tom Oreb all lost their jobs that day.[104]

In 1949, Tom resurfaced on director Tex Avery's team at MGM. Amid Amidi explained:

> Although it remains a mystery how he connected with Avery, his one-time collaboration with the "King of Cartoons" resulted in *Symphony in Slang*, a prime contender for the most visually atypical film of Avery's career. Tex's cartoons from this period had been gradually following the industry trend toward more streamlined and simplified characters, yet design-wise, they were still steeped in the traditional Forties style. Tom Oreb's designs took tradition by the neck and strangled it; they were flat, graphic, angular, and thoroughly modern. Yet, they were also funny enough to appear perfectly at ease within a



Tex Avery cartoon. Tex granted Tom a considerable amount of control over the film, allowing him to not only design the characters but also to lay out the entire picture, with the exception of a few traditionally designed introductory scenes. Approaching the work from an animator's perspective, Tom's layouts were not only beautifully designed, but also energetic and bustling with life, as if they were actual animation drawings.

The following year Tom was working on TV commercials for the first time, for Ray Patin Productions. The simplified look of his characters was particularly adapted to the limited animation technique that prevailed on TV in order to reduce production costs.[105]

MUSIC AND *SLEEPING BEAUTY*

An idea that had been floating around the Disney studio since 1940 would lure Tom back. In an internal interview with music arranger Herb Perry aimed at gathering ideas for a sequel to *Fantasia*, Disney artist T. Hee had suggested the possibility of creating a feature-length movie that would "present musically and pictorially the evolution of music from primitive tom-toms right up to modern jazz and symphonies."[106]

By 1943, José Rodriguez and Sylvia Holland had started developing the *History of Music*, a concept that was abandoned a year later, only to resurface in January 1952 as a proposed educational series of shorts for schools. Walt had then asked Dick

ABOVE LEFT: Character design of the Mad Hatter for *Alice in Wonderland*.

ABOVE RIGHT: Character design for Aurora in *Sleeping Beauty*.

ABOVE: Early character design for *Sleeping Beauty*. Courtesy: Wendy Greer.

Huemer to write a treatment, which Dick titled *Adventures in Music—"The Instruments," or "That's Where the Music Comes From," or "A Toot and a Whistle,"* and was thinking of assigning director Wilfred Jackson to handle the project.[107] By mid-1952, however, Walt changed his mind and gave the responsibility of both *Adventures in Music: Melody* and *Adventures in Music: Instruments* to Ward Kimball, who was given the opportunity to prove his mettle as a director. Ward decided to ask his former assistant, Tom Oreb, to handle character design. "I knew Tom had broken away from the traditional style, as I had, and I wanted his input."[108] When Tom returned to the studio, he was at the top of his game. *Adventures in Music: Instruments*, officially retitled *Toot, Whistle, Plunk and Boom* on August 31, 1953, won an Academy Award the following year.

While working on *Melody* and *Toot, Whistle, Plunk and Boom*, Tom became friends with the new kids on the block: layout artist Vic Haboush and background painter Eyvind Earle. *Sleeping Beauty*, their next project together, would help reinforce the nascent friendship. It would also mark the pinnacle of Oreb's career. Haboush explained:

> Eyvind and I were the two hot new guys . . . We'd work on the weekends, we'd throw storyboards up . . . a lot of the old guys just absolutely turned on us. It was really kind of brutal in a way. But guys like Tommy, Ward Kimball, Bill Peet, Don DaGradi, they didn't have that closed kind of thing. Tommy really married Eyvind and I. He became our friend. He looked after us. He talked us up. So the three of us became really good friends. We started hanging out together and all of that. Eyvind was kind of like Tom's equal. They were both in the same age range and everything else. And I was the young kid. I was probably nine or ten years younger than both of them. I just became Tom's protégé. I idolized him.[109]

This was a strong team if there was one. Tom's early designs of Princess Aurora, the kings, Fauna, Flora, and Merryweather, and the goons were both stylized and full of energy. There was a sense in all those drawings that Tom was enjoying his role immensely. In his autobiography, Eyvind Earle confirmed that impression:

> There was only absolute harmony and enthusiasm between Ken Anderson, Don DaGradi, Eric Larson, Tom Oreb and myself. We set out to create the most beautiful picture we could do. We all loved each other's work . . . The first production layouts were given to me to redraw in my style. Tom Oreb drew the characters over and over and over again. The Ink and Paint Department made finished cels of Tom Oreb's characters and they were placed over my backgrounds to see if they would fit.[110]

STYLIZED COMMERCIALS AND ODD PROJECTS

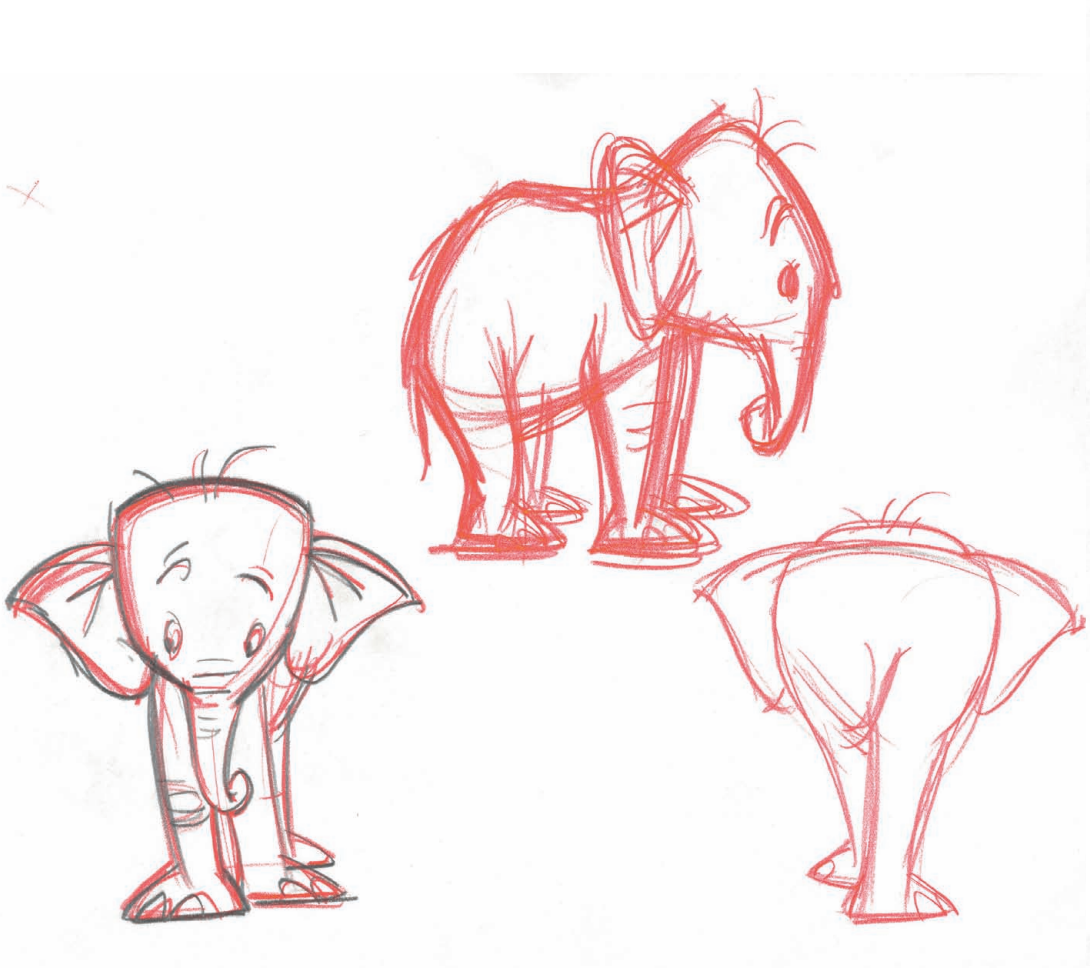
With Walt heavily involved with the creation of Disneyland, work slowed down on *Sleeping Beauty*, and Tom was asked to work as a layout man and character stylist on the Disney commercials produced by Hurrell Productions. By July 31, 1954, he was tackling the Peter Pan Peanut Butter commercials, for which he redesigned Peter Pan, Captain Hook, the pirates, and Tinker Bell.[111] In the fifteen months that followed, he would give the "Oreb look" to dozens of other Disney characters, from Mickey Mouse to Donald Duck, and from Geppetto, to Brer Rabbit, and Alice in Wonderland. The brands being advertised by these characters included Derby Foods Inc. (1954 to 1957), American Motors - Nash (1954 to 1955), American Motors - Hudson (1954 to 1955), American Dairy Association (1954 and 1955), Welch's (1955), Gold Seal Fish (1955), General Mills' Cheerios (1955 to 1957), Ipana (1955 to 1959), and a few others.[112]

And if this weren't enough, Tom was also loaned to some of the studio directors to help them with special projects. In February 1955, for example, he worked for a few weeks with director Gerry Geronimi on *The History of Transportation*, another idea, which, like *The History of Music*, benefited from a very long gestation.[113] In 1943, it was born as *History of the Wheel*, a gagged-up history of transportation which began to develop into a history of man, featuring Goofy, thanks to story artists Ralph Wright and Jack Kinney.[114] By 1945, it had already become *The History of Transportation*, envisioned as a series of six educational shorts: "Wheels, Water, and Wings"; "Transportation and Primitive Man"; "The Story of the Highways"; "The Story of the Railroads"; "The Story of the Waterways"; and "The Story of the Skies."[115] While Tom's work on *Sleeping Beauty* and the commercials was often produced using a black or blue pencil, his small concept paintings for *The History of Transportation* were as vivid color-wise as the ones he had created for *Toot, Whistle, Plunk and Boom*. In 1961, several years after Gerry Geronimi and Tom Oreb's involvement, *The History of Transportation* would finally be released as *Donald and the Wheel*.

Interestingly, an offshoot of that project was still very hot in February 1955. It had been known as *Safety—First and Last*, then renamed *The History of Transportation—Autopia* to fit the Disneyland theme, and finally *The Story of Anyburg, U.S.A.*[116] Animator Bob Carson was cast to animate the main character, and animator John Sibley had already picked up some scenes of the prosecuting attorney. A memo from producer Harry Tytle to Walt Disney read: "other animators are available waiting for Oreb to establish character."[117]

In March 1955, the talented designer was briefly assigned to another odd project, *How to Have an Accident in the Home*, in order to help with layout, styling, and the design of the "Fate" character.[118]

ABOVE: Two character designs for *The Story of Anyburgh U.S.A.*



ABOVE LEFT: Character designs for *Goliath II*.

ABOVE RIGHT: Angus Macgregor, one of the characters from the abandoned project *Pretty Red Wing*.

On October 28, 1955, after fifteen months working mostly on Disney commercials, Tom was lured away from the studio for a short while.[119] Amid Amidi explained:

> Tom Oreb and Vic Haboush departed Disney to work at John Sutherland Productions. Headed by a former Disney production manager/writer, Sutherland specialized in producing industrial cartoons for corporate giants such as General Electric, DuPont, and the Alfred P. Sloan Foundation . . . Sutherland always managed to recruit top talent from the major studios by offering huge salary increases to whichever artists he needed. Tom Oreb came on board making top dollar in the range of $400 per week. He designed a number of films including *Consumers Finance* and *Destination Earth*.[120]

The escapade lasted only five months. On March 28, 1956, Tom was re-hired by Disney, once again officially in Layout.[121] In reality, as had been the case in previous years, he was still also handling story and character designs.

The first project Tom tackled on his return was the short *Paul Bunyan*, an idea that had been under development at the studio since 1946.[122] By April 13, 1956, Disney executive Ken Peterson was able to report to Walt: "Tom Oreb has already done some character model sketches on this subject [and] is scheduled to get in on [*The Truth About Mother Goose*] project next week and help with styling and character design."[123]

One of the artists that Tom most admired was Ronald Searle, illustrator of *The Diverting History of John Gilpin* by William Cowper. When Tom designed Samson, Prince Phillip's horse in

Sleeping Beauty, he had been more than a little inspired by Searle. So, when on July 16, 1957, Searle visited the studio, Tom must have looked forward to the event with trepidation. Vic Haboush, who shared an office with him, remembered that day:

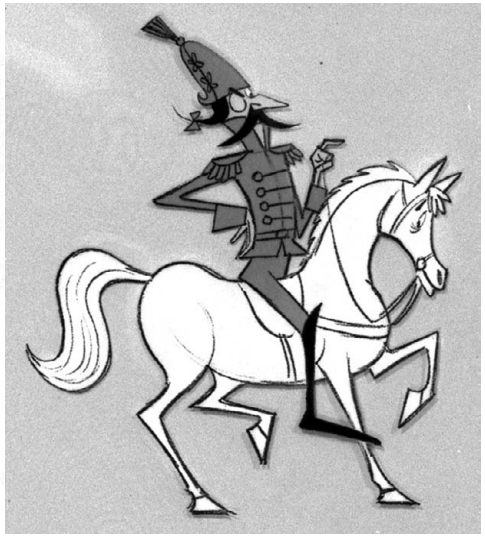
> Ronald Searle came to the studio and they gave him a tour. He walked into our room with Tom Oreb at one end and me at the other. He looked at all the artwork on the wall. He was a big, tall lanky kid. As he walked out . . . Tommy had the drawing of one of his horses on the wall. He stood by the wall. He gave Tom a dirty look. He pointed to the horse and he said to Tom, "My horse." And he walked out. We fell down on the floor laughing.[124]

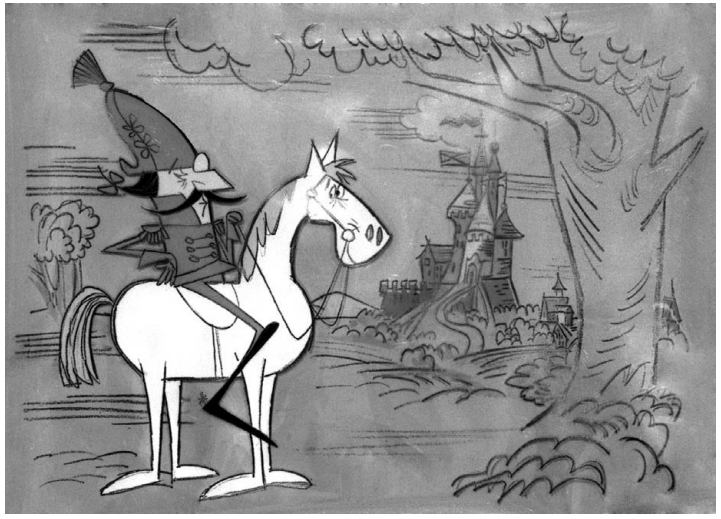
Toward the end of that same year, Tom was assigned to work on *Goliath II*, a charming fifteen-minute piece based on a story written by Bill Peet,[125] and he also developed stylized characters and drew storyboards for *Pretty Red Wing*, a short that featured a tall Native American princess (Red Wing) who falls in love with a four-and-a-half foot Scottish hunter named Angus Macgregor. The design of the princess's father is reminiscent of the Native Americans that Tom had created a few years earlier for the Welch's commercials. As to Angus Macgregor, he could have been featured in a Mr. Magoo cartoon from UPA and felt perfectly at home.

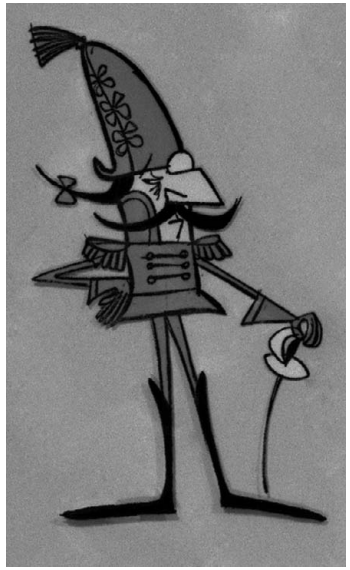
THE BARON AND THE DALMATIANS

When *Pretty Red Wing* was shelved, Tom was tasked with preproduction work on two parallel projects, one for the small screen and one for the big screen.[126] The TV show, based on the life and tall tales of the Baron Von Munchausen, was being developed by story artists Milt Banta and Bill Berg. An undated memo explained:

> This could be a featurette—episodes from the fabulous life of this fabulous liar. Maybe we start out at an old German tavern where the Baron (perhaps live action?) is about to hold spellbound again all the guests there with one of his stories from one of his campaigns. Since he claimed to have been involved in all the wars of the period—in Europe, Russia, Siberia, in the Orient, etc.—each story would have a different flavor, color, and also be musically different.[127]







OPPOSITE AND ABOVE: Development art from the abandoned *Baron Von Munchausen* project.

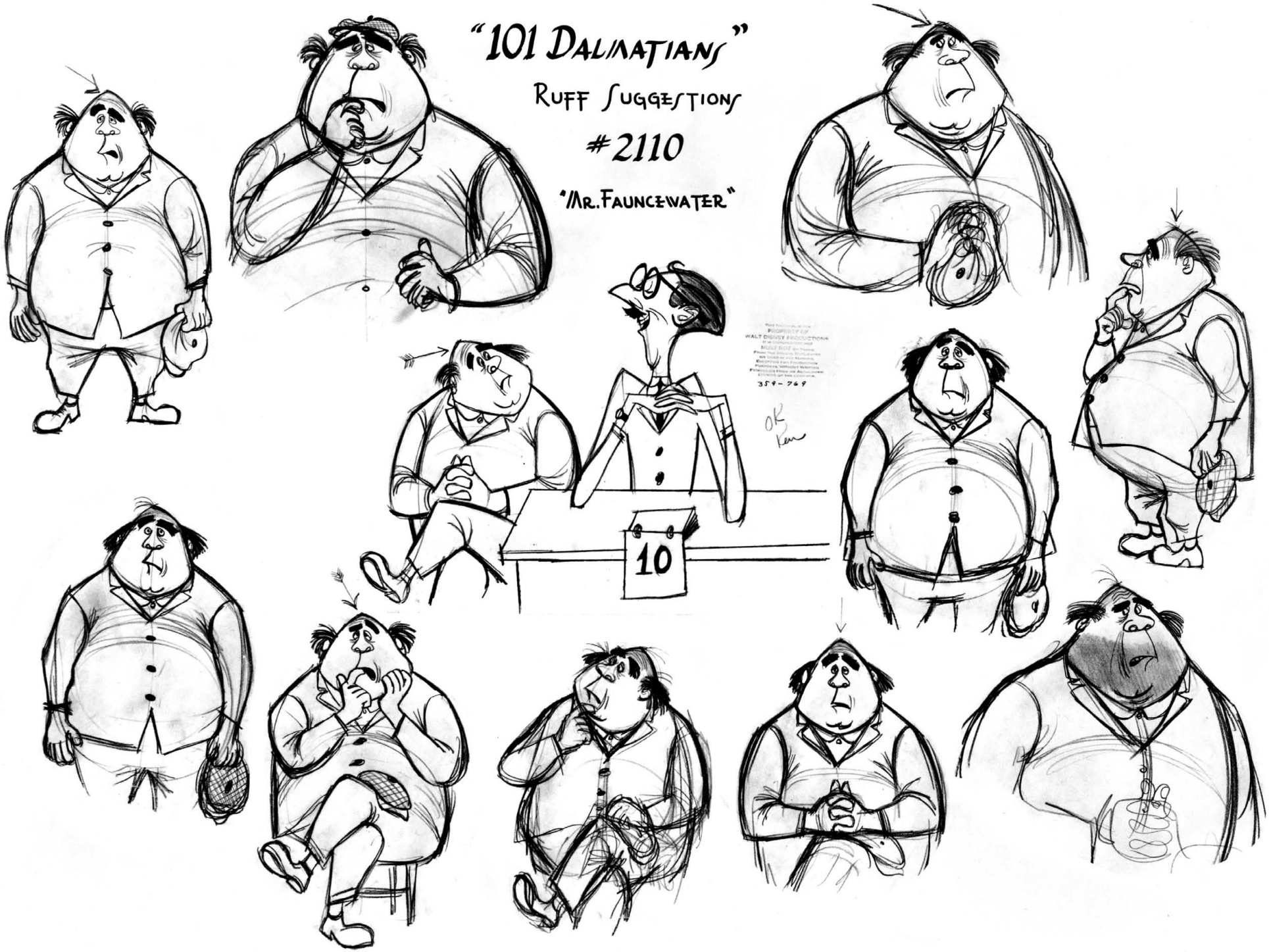
At the same time, the feature film *One Hundred and One Dalmatians* absorbed Tom's attention. For that movie Tom contributed strongly to the designs of Roger, Anita, the maid, and Percival Fauncewater, the criminal who appears on the TV show, *What's My Crime?*, which is being watched by Cruella's henchmen Jasper and Horace. But the project was the last one he handled for Disney.

Talent, unfortunately, was not enough to build a career in a large studio. Tom was often too self-effacing for his own good, as Ward Kimball remembered:

> He didn't say much anywhere. When he'd pass somebody in the hallway, his head would be down, and his first finger would be sticking out beyond his pocket, and he'd make a little whistle sound. He didn't say "Hi" like other animators would normally say. He didn't have much to say. Quiet, very quiet.[128]

Layout artist Vic Haboush reinforced this impression of the shy artist:

> Tom Oreb was incredible. But the problem was he was a maverick. Nobody could own him. He would start out in a meeting and he would be back [there] and when the lights went back on again he would be gone. He would have left right away. Tommy was by himself. Everybody knew him. Everybody liked him. He was there and he wasn't there. And every time they had something, they would throw it to him, and he would just go ahead and do it. But he wasn't part of the "in" group.[129]


"101 DALMATIANS"
RUFF SUGGESTIONS
#2110
"MR. FAUNCEWATER"
10

OPPOSITE: Early *One Hundred and One Dalmatians* model sheet.

ABOVE: Tom Oreb photographed by Ray Aragon. Courtesy: Lena Aragon.

And to make matters worse, Tom was suffering from inner demons that plagued him and his work, especially during his last decade at the studio. His friends Vic Haboush and Eyvind Earle tried to help for a while, but to no avail.[130]

Haboush and Earle were unable to save him, and on September 4, 1959, nearly a year and a half before the release of *One Hundred and One Dalmatians*, Tom was let go from Disney. The *Baron Von Munchausen* project, on which he had been working at the end of his Disney career, was shelved. [131] Historian Amid Amidi concluded:

> He had established a reputation for being unreliable and temperamental, which negated the consistently high quality of his work. Shortly after leaving Disney, he would find a studio job for one last time. It is perhaps ironic that his final place of employment would be UPA, a studio which Tom Oreb could have easily fit into during its Golden Age in the early '50s. By 1960, the name UPA could hardly be associated with anything slightly experimental or even creative. The studio had resorted to producing two very run-of-the-mill TV series: *Mr. Magoo* and *The Dick Tracy Show*. While a capable and talented group of artists still worked there, the factory-line production of the TV shows came in stark contrast to the individual care allotted to each short in the studio's heyday.

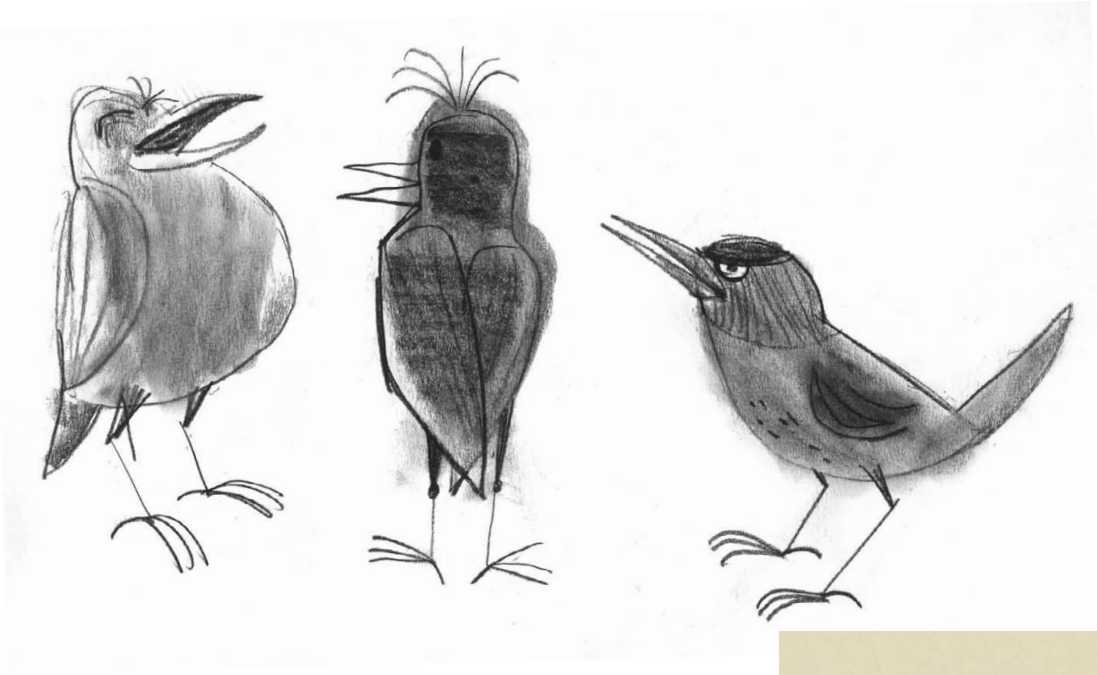
Things went downhill from there. Tom soon left UPA. His work became even more undisciplined, which meant that he had renewed trouble finding employment. By the '70s he had lost his house and had to move in with his sister. Toward the end of his life, his family helped him settle in a rest home, where he passed away of lung cancer on May 10, 1987.[132]

One had to wait until the early twenty-first century for animation historian Amid Amidi to rediscover the forgotten genius of Disney's "modern" era, whose impeccable sense of design keeps inspiring us to this day.

OPPOSITE: Story sketches for the abandoned project *The Barefoot Boy*.

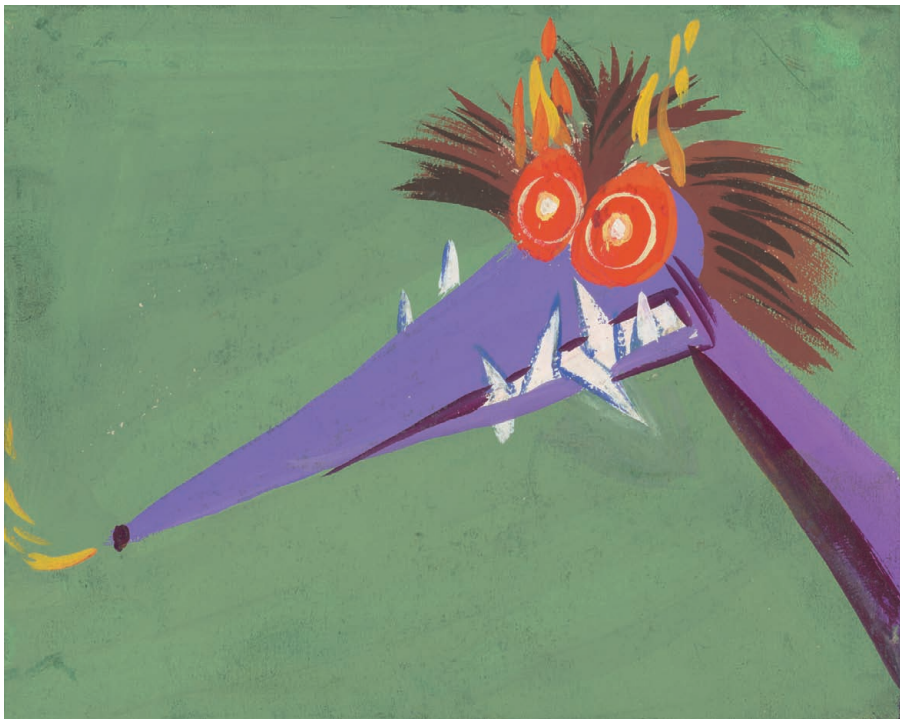
ABOVE: Story sketches for the abandoned animated cartoon *One More Spring*.

ABOVE AND OPPOSITE: Character studies for *Cinderella*.

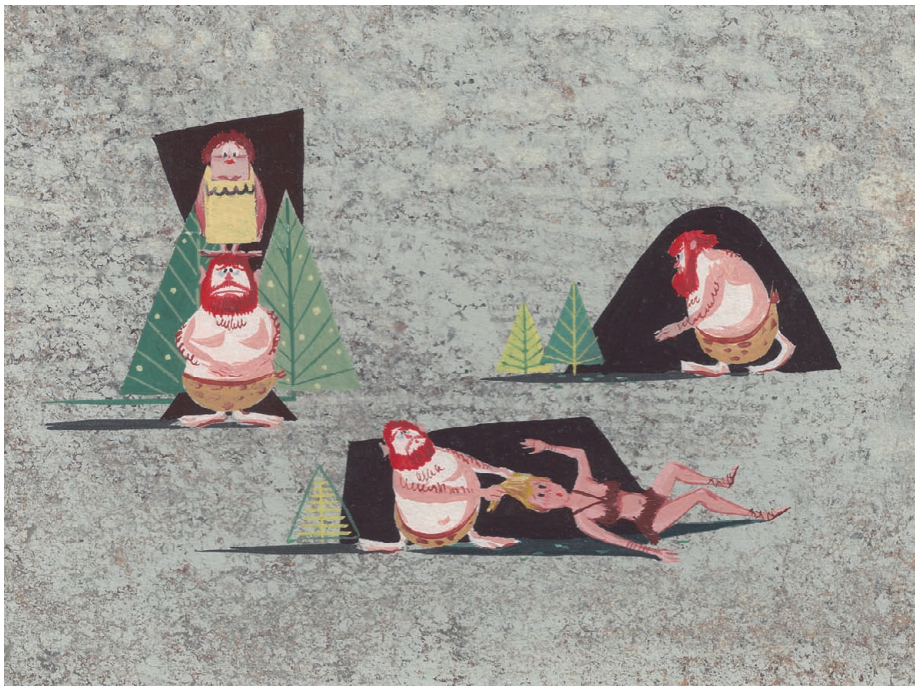


ABOVE AND OPPOSITE LEFT: Story sketches for the abandoned "Jabberwocky" sequence from *Alice in Wonderland*. Courtesy: Richard Huemer.

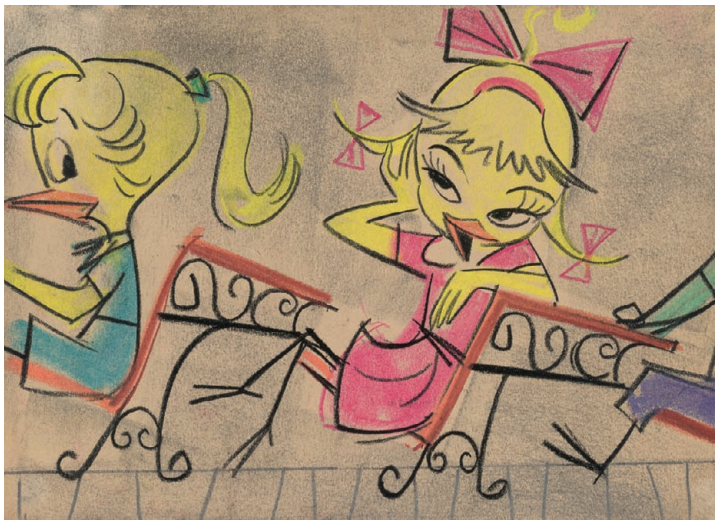
ABOVE, LEFT, AND PAGE 122: Story sketches for the abandoned "Jabberwocky" sequence from *Alice in Wonderland*.



ABOVE: Courtesy: Richard Huemer.



ABOVE: Story sketches for *Toot, Whistle, Plunk and Boom*. Courtesy: Richard Huemer.



ABOVE AND OPPOSITE: Story sketches and concepts for *Toot, Whistle, Plunk and Boom*.

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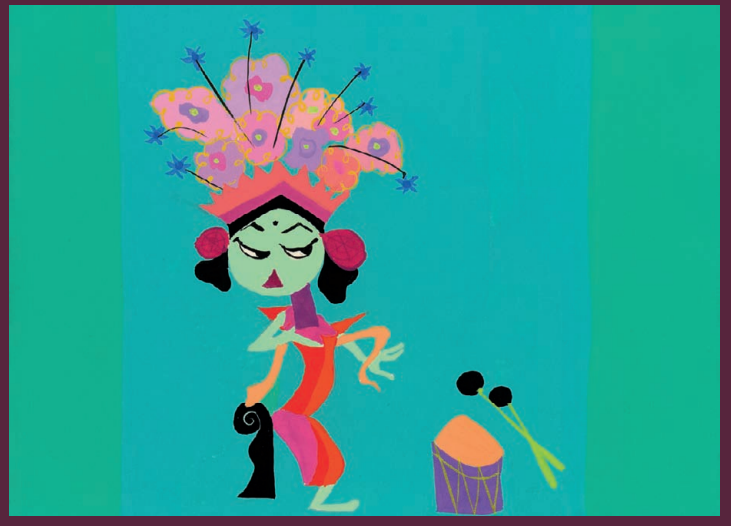
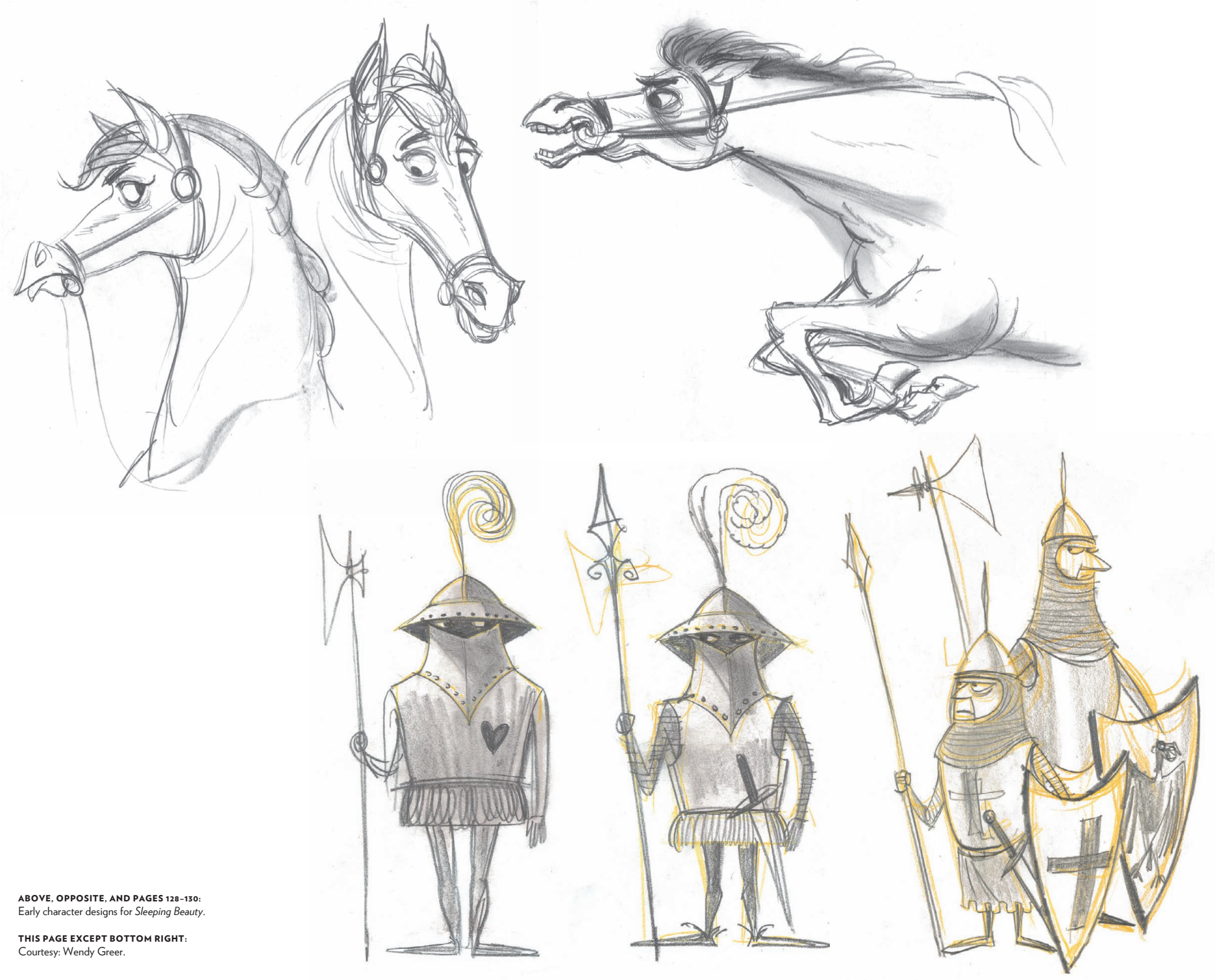


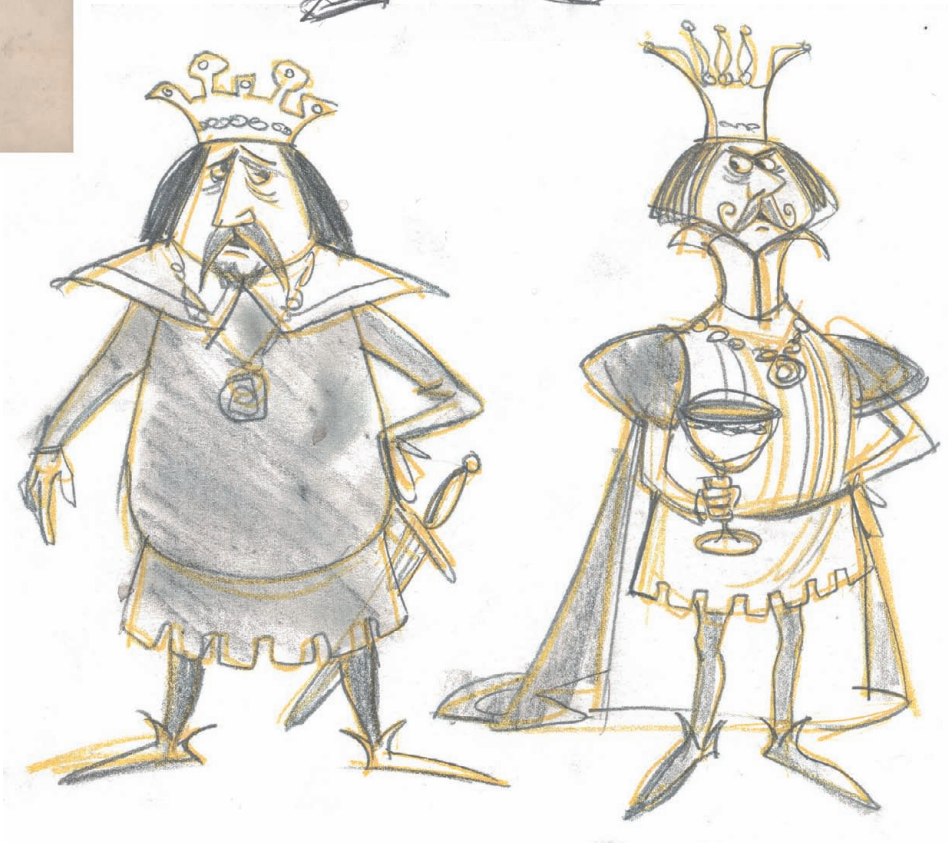


ABOVE, OPPOSITE, AND PAGES 128–130:
Early character designs for *Sleeping Beauty*.

THIS PAGE EXCEPT BOTTOM RIGHT:
Courtesy: Wendy Greer.

TOP LEFT: Courtesy: Wendy Greer.

LADY
ROBE
SKIRT
KING
"C"
GOOD FAIRY
#6 DRAWINGS



ABOVE: Courtesy: Wendy Greer.

OPPOSITE: Early model sheet for *Sleeping Beauty*.

2082. SLEEPING BEAUTY ~
GOON
SUGGESTIONS
OK GEMINI!
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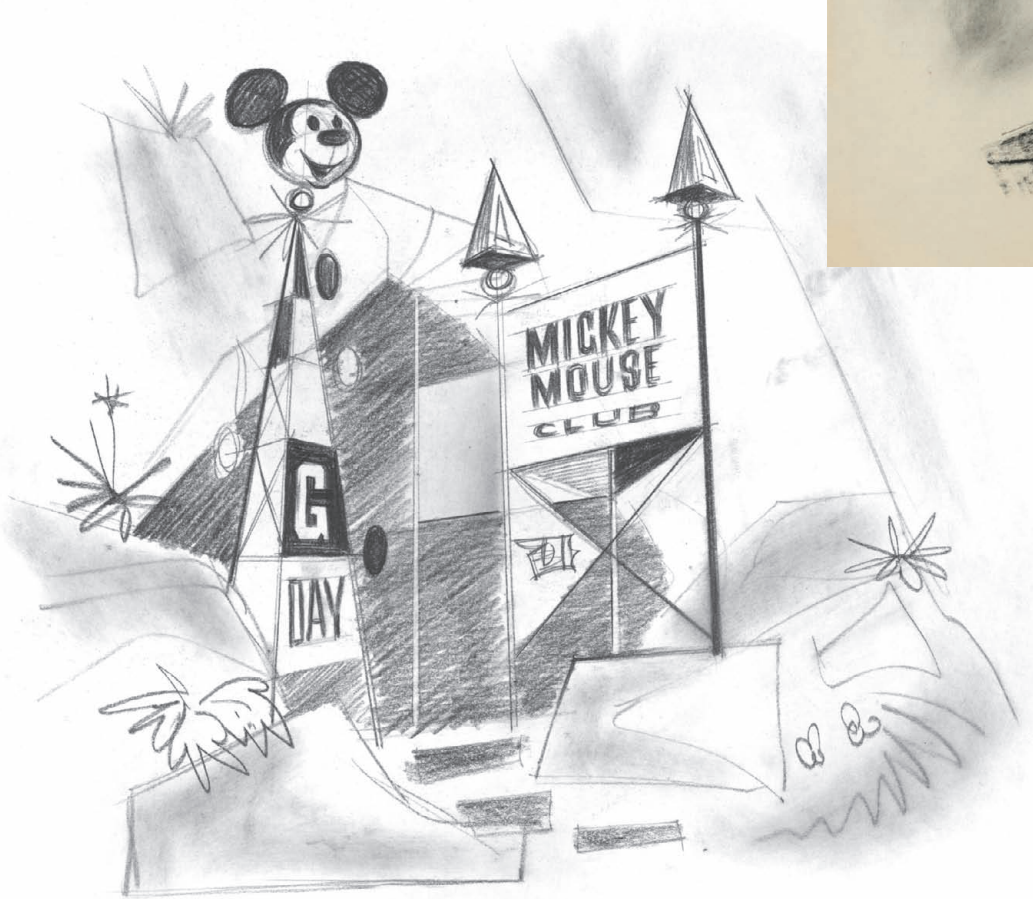
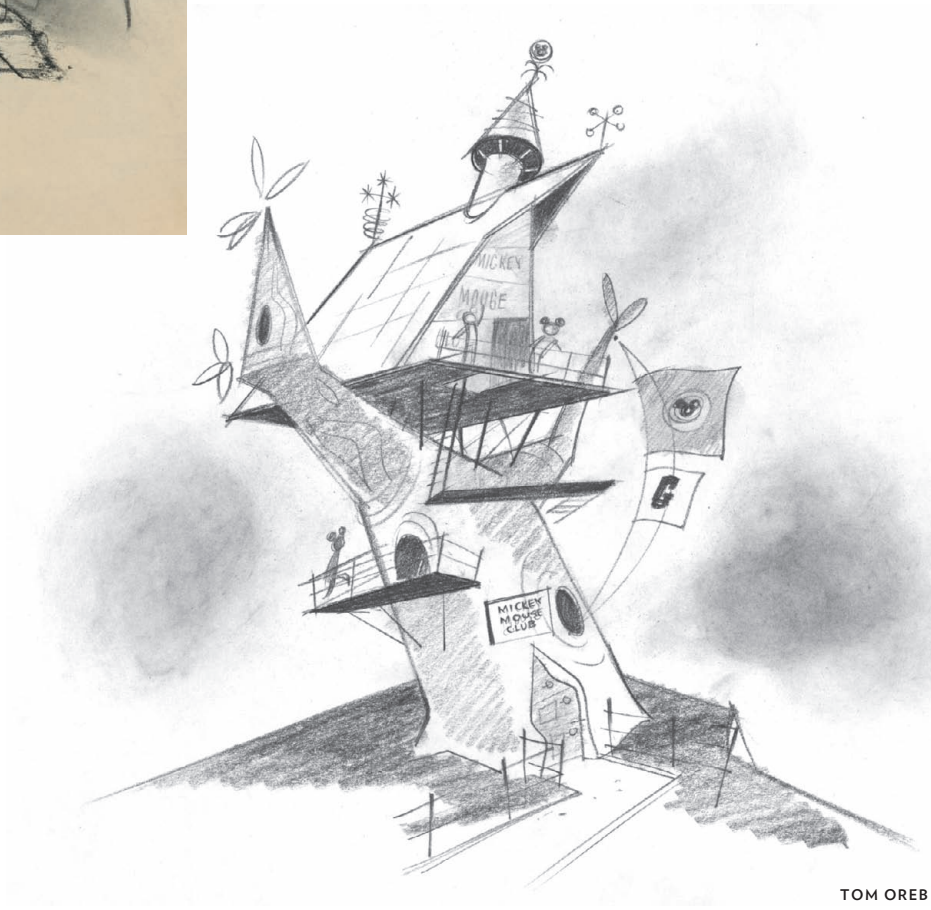
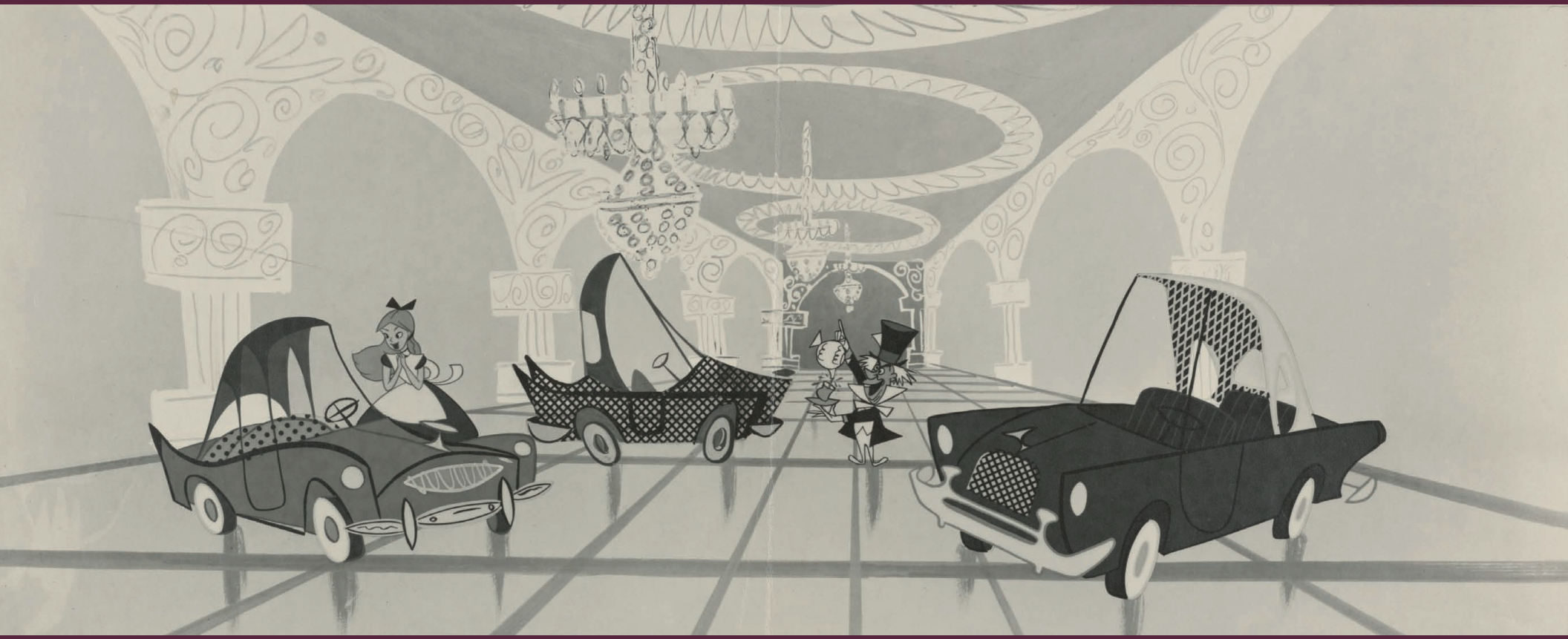
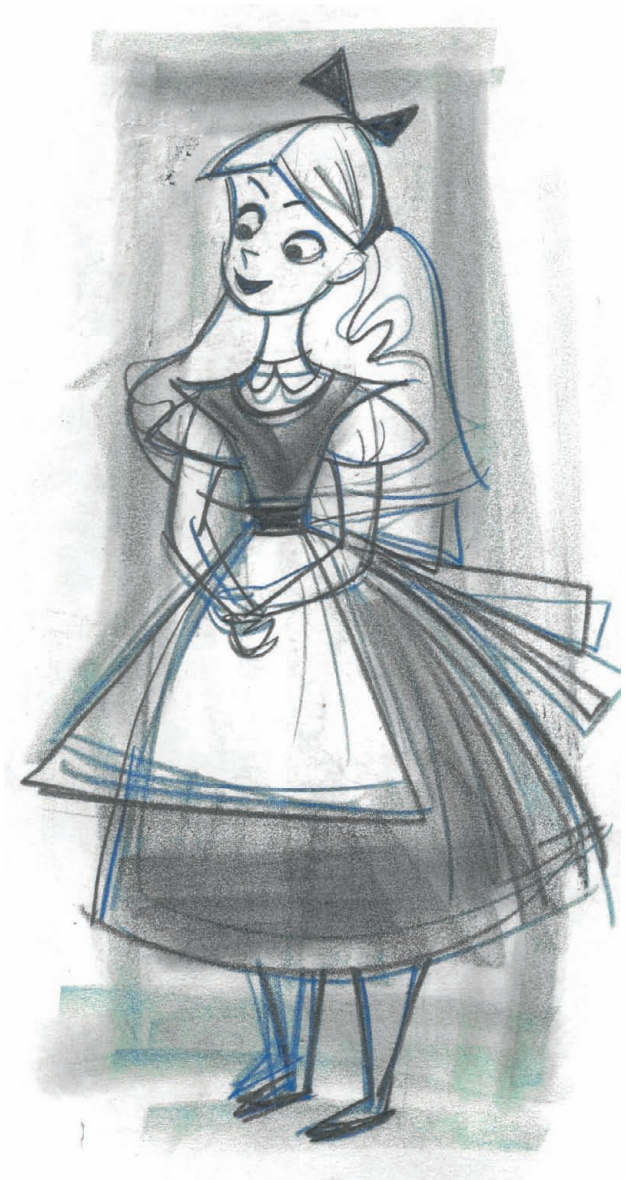


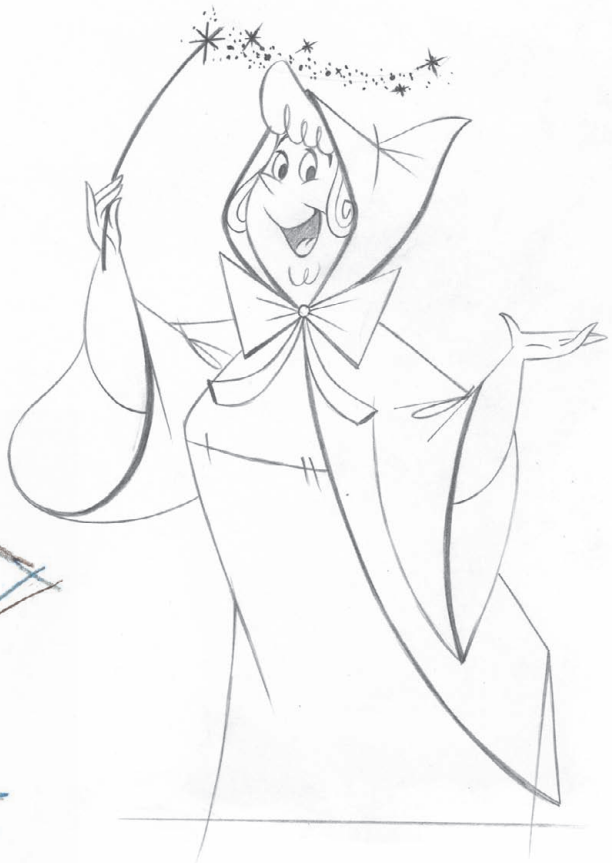
ABOVE AND OPPOSITE: Proposed designs for the headquarters of the *Mickey Mouse Club*.

MICKEY MOUSE
CLUB


MICKEY
MOUSE
MICKEY
MOUSE
CLUB





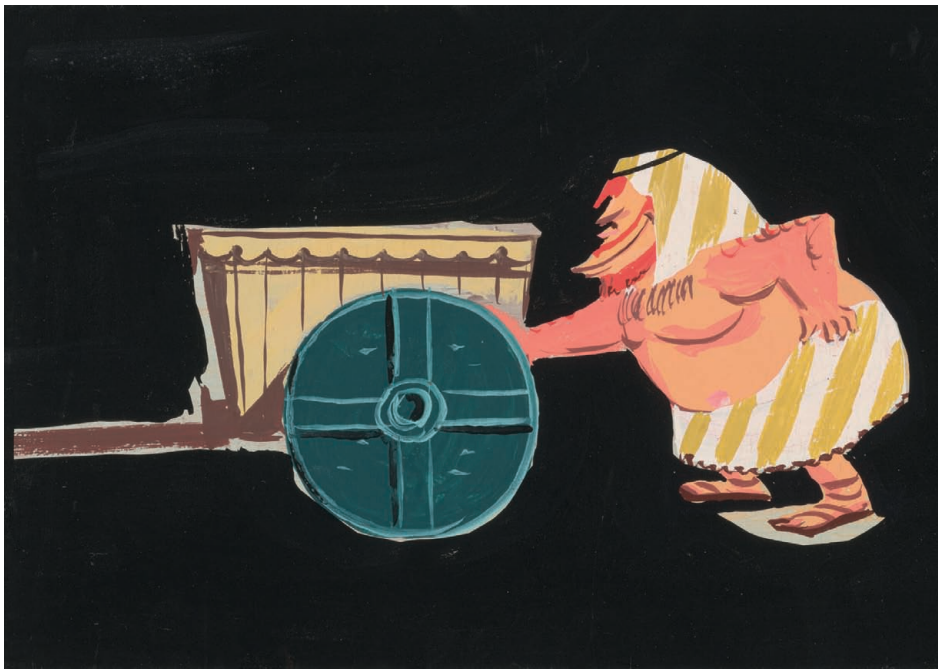


OPPOSITE: Concept for an American Motors - Nash commercial.

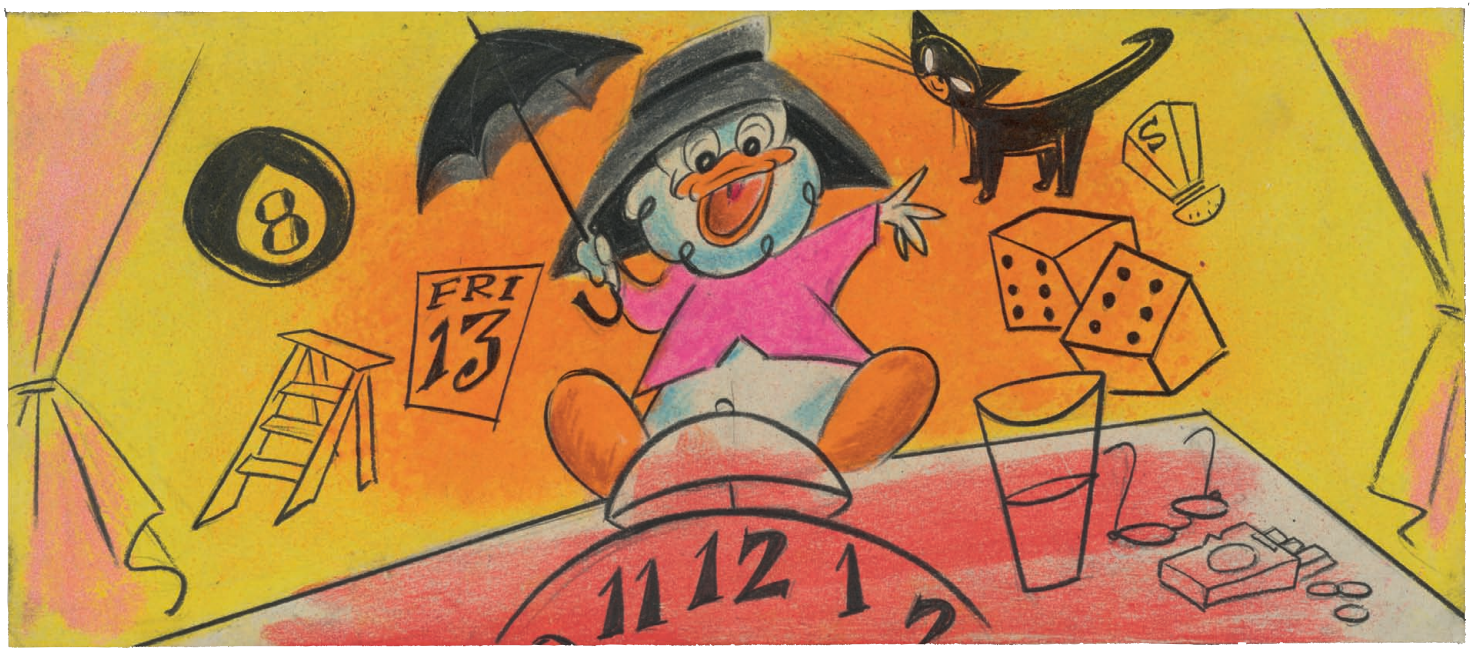
ABOVE: Character designs for Nash and Hudson commercials.

ABOVE: Story sketches for an American Dairy Association commercial.

ABOVE: Character designs for the Gold Seal Fish commercials.



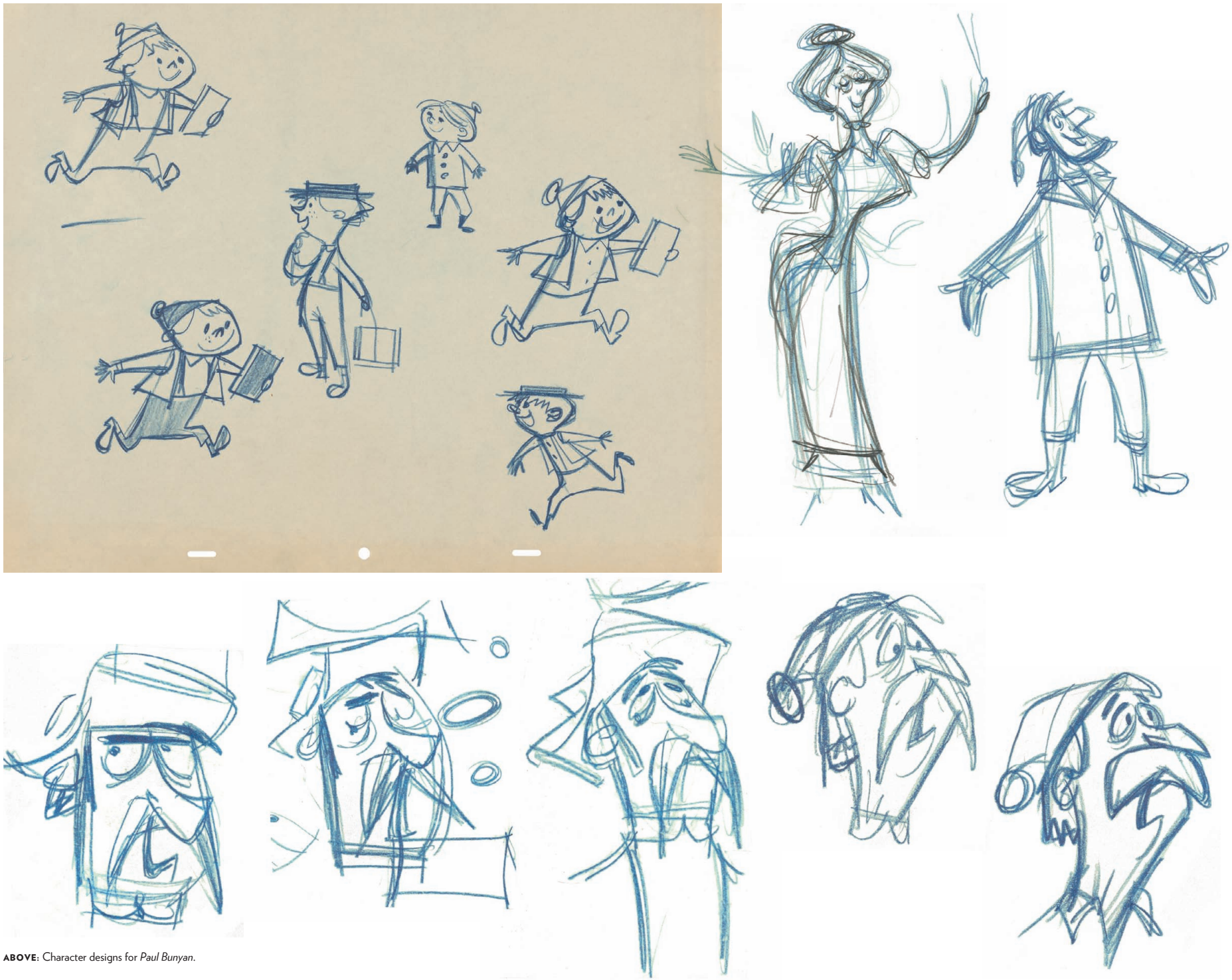
OPPOSITE AND ABOVE: Story sketches for the abandoned project *The History of Transportation*.



D'YA KNOW THERE ARE PEOPLE WHO INSIST ON BLAMING ME FOR THEIR ACCIDENTS!

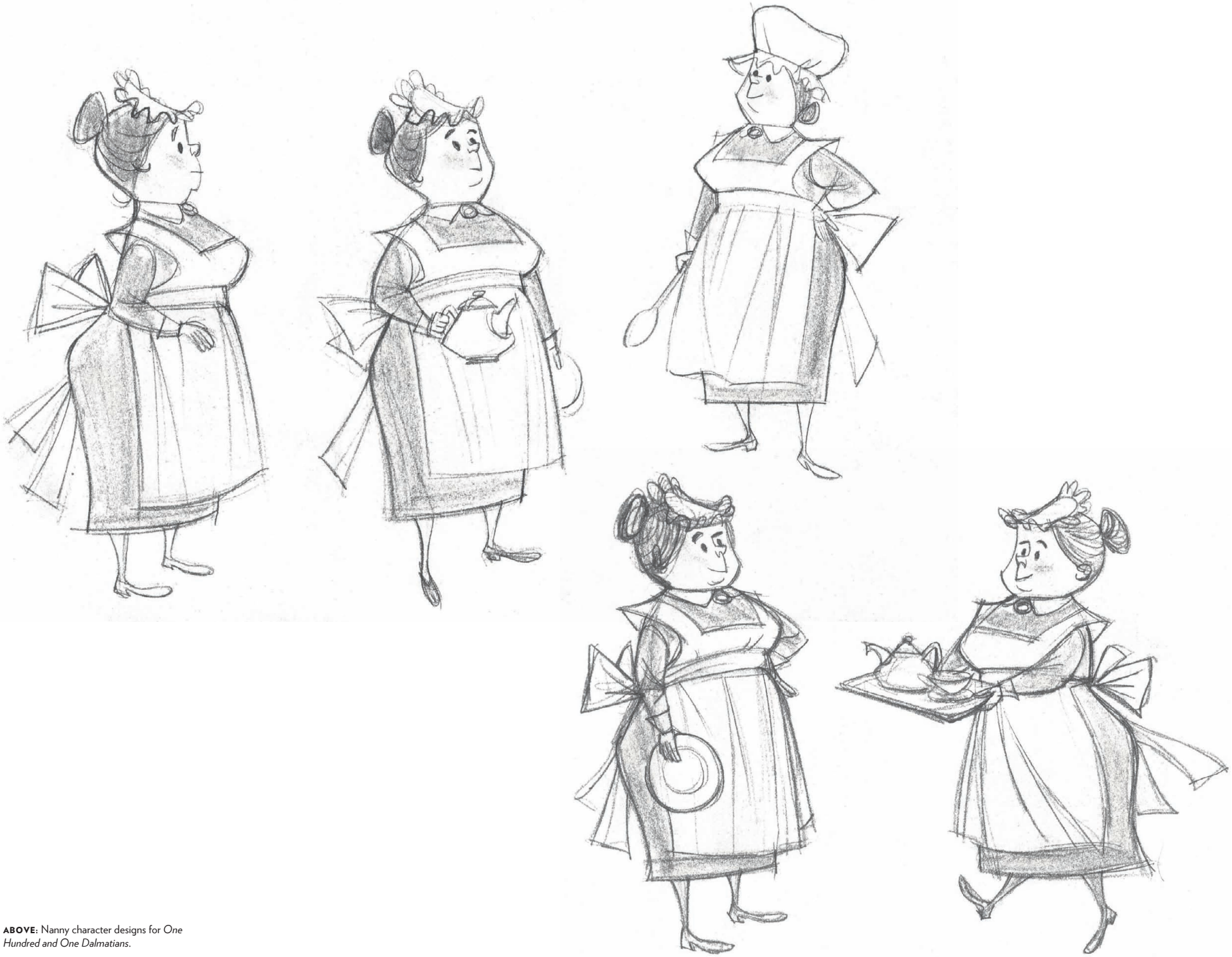
"HOODO" FITS ME LIKE A GLOVE!

ABOVE: Story sketches for *How to Have an Accident in the Home*.



ABOVE: Character designs for *Paul Bunyan*.

ABOVE: Storyboard from the abandoned *Baron Von Munchausen* project.



ABOVE: Nanny character designs for *One Hundred and One Dalmatians*.

'101 DALMATIANS'

#2110 OK-Ken

Ruff Suggestions

"DIRTY DAWSON"

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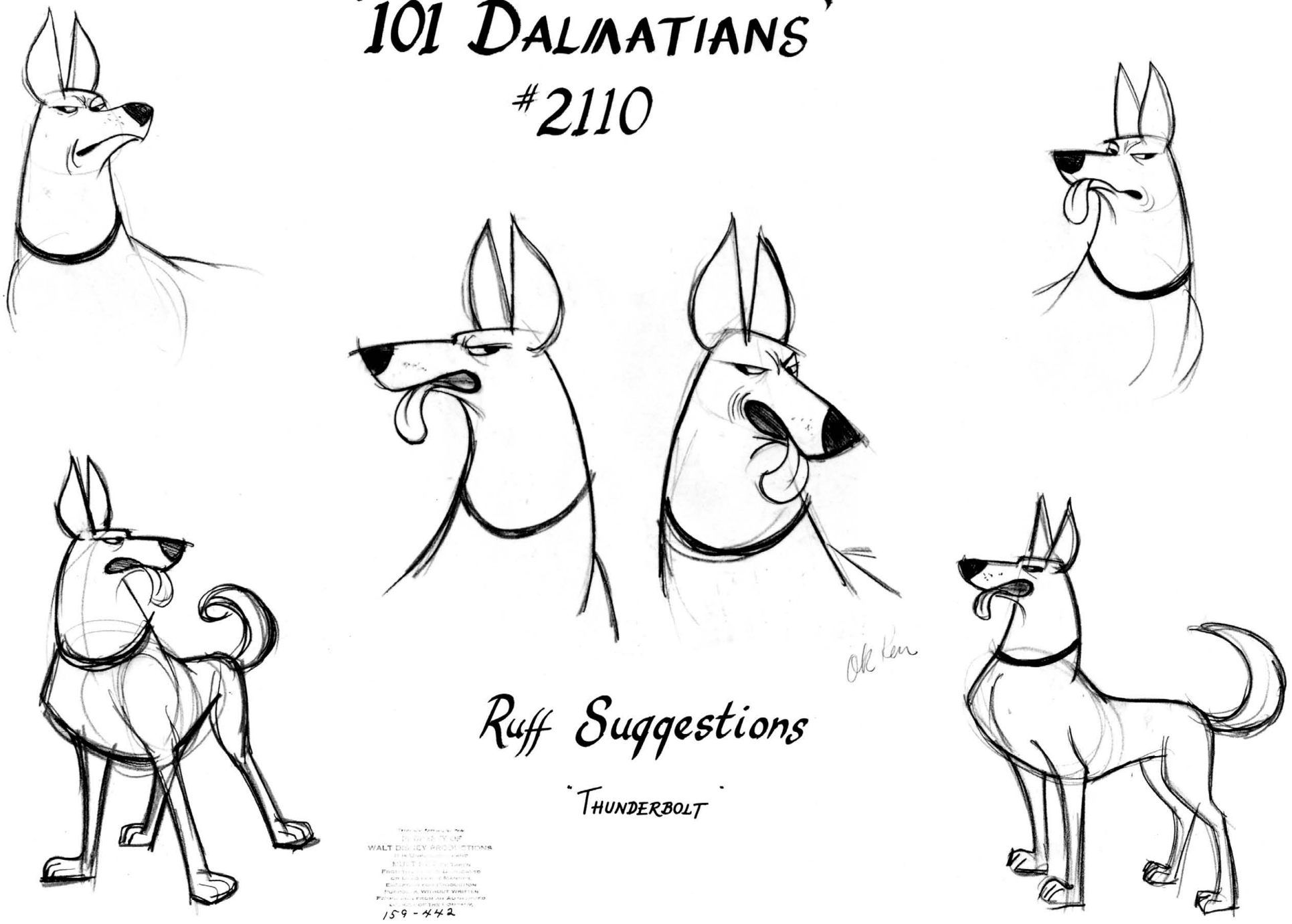
159-87

ABOVE AND OPPOSITE: Early *One Hundred and One Dalmatians* model sheets.


'101 DALMATIANS'
#2110
Ruff Suggestions
'THUNDERBOLT'
WALT DISNEY PRODUCTIONS
159-442

4

JOHN DUNN

"He was always thinking up gags, and he was always making these real crazy drawings."

—BACKGROUND ARTIST GORDON LEGG

Throughout his life, Walt Disney constantly looked to new technologies as a means of advancing and distributing his films.

In 1935, when he traveled with his family to Europe, he made sure to check out a new three-dimensional movie projector invented by Louis Lumière.[133] A few years later, when he was planning *Fantasia*, he experimented with stereophonic sound, a revolutionary concept. And in the mid-1940s, he was seriously exploring the possibility of launching his own TV station. By nature, Walt was curious about the world around him. He believed that if his ideas were presented clearly, his audience would enjoy his interests as well. So in the mid-'50s, when Walt started planning the new *Disneyland* TV show, scientific innovation was an obvious subject for him to explore in depth—from atomic energy to electronics and space exploration.

From an artistic standpoint, these unique science projects required an iconoclastic lead designer. John W. Dunn, under the guidance of Ward Kimball, played this critical role to perfection. And yet, like Tom Oreb, as influential as he became, John remained a virtual unknown for more than fifty years. Layout artist Vic Haboush, a great fan of John's talent, explained:

> Tom Oreb and John Dunn are two unheard of guys in the animation business who are both giants. John Dunn was one of the greatest storyboarders . . . He was one of the great comedians and he was a savant . . . He could outdraw everybody . . . The guy was absolutely brilliant . . .[134]

Amid Amidi, who rediscovered both Oreb and Dunn in the early twenty-first century, wrote about John's early years:

> John William Dunn was born in Coatbridge, Scotland, on February 25, 1920, the son of William Thomas Dunn and Agnes Dunn. The Dunn family moved to the United States in 1926, living briefly in Pittsburgh, Pennsylvania, and Oregon, before settling in Oroville, California, a remote community seventy miles north of Sacramento. Oroville was a railroad town in the 1920s, a major stop on the Western Pacific line, and Dunn's father worked as a machinist for the railroad . . .
>
> As a youngster, John would gather the local kids around an area they called "the claim . . ." and would tell tales of cowboys and [Native Americans] who had occupied the Oroville area only a few years before him. In later years, Dunn would often attribute his narrative sensibilities to his mother, who had told him many stories when he was young.
>
> Dunn also drew compulsively from an early age. As a teenager, he drew cartoon advertisements for local businesses and had cartoons published regularly in the *Oroville Mercury-Register*. A 1937 article in the *Mercury-Register* suggests that Dunn had been made aware of the possibility of a career in animation: "A career in the movies was in the offing today for John Dunn, Oroville High School senior, whose interpretations of Julius Orvilla, mythical citizen, entertains *Mercury* readers. Dunn has received an offer from Jack Zander, animator for Metro-Goldwyn-Mayer studios to become an inbetweener." It is unclear how the offer had been made—perhaps through a school contest of some sort—but Dunn, who was only a teenager at the time, never followed up on the offer.
>
> Dunn began working in the roundhouse at Western Pacific after graduating from high school. Despite his obvious artistic inclination, he seemed destined to follow in his father's footsteps and become a career employee of the railroad. His life took an unexpected turn on December 7, 1941, the day of Pearl Harbor. Within a few days of the attack, Dunn had enlisted in the military . . . Dunn continued drawing during his time in the service, and created a comic strip for the Army newspaper featuring a character called Colonel Wrightflank.[135]

How John ended up drawing for the Army newspaper is an entertaining story in itself and gives us good insight into John's unusual personality, as his Disney colleague Joe Hale remembered:

> [John] went to this camp up in Northern California. The recruiter he had spoken to had told him that he would be able to work on a newspaper and do cartoons. He took him at his word and when he went to this camp he wanted to know where the newspaper office was and they said, "We don't have a base newspaper." So he packed his bag and jumped on a bus and went to Camp Roberts which had a newspaper . . . You just can't do that. To make a long story short: he managed to work on the newspaper there! What made it so funny is the fact that it worked.[136]

OPPOSITE: John Dunn on November 26, 1949, less than two years before joining Disney. Courtesy: Janis Starkman.

THE CARTOONIST

Two years later, John's career as an Army cartoonist blossomed. A short report, released on December 23, 1943, in the *Oroville Mercury-Register* covered his ascent:

> Many of the men of the second air force covering much of the northwest may owe their lives in this war to a "wrong-way" gremlin from the pen of John Dunn. The gremlin, drawn by the Oroville service man, illustrates how not to put on a gas mask . . . The assignment to draw the gremlin and a promotion from corporal to sergeant came as double recognition for Dunn, who already is widely known to service men throughout the United States for his army comic strip, Col. Wrightflank. The strip, now in continuity, started in the *Geiger Journal*, official newspaper of Geiger Field, Wash., where Dunn is on duty in the public relations office. Later it was obtained by the *Army Times*, in which it is a regular feature.[137]

After his stint in the Army, John's avocation became crystal clear, as Amid Amidi reported:

> Following Dunn's discharge from the military in the mid-1940s, he began to attend art school on the G.I. Bill. He studied at the Art Institute of Chicago and later in Oakland, California (most likely at the California College of Arts and Crafts).[138]

Having completed his studies, John applied for a job at Disney and was hired on April 16, 1951, as an inbetweener. Other artists in John's inbetweening training class included Charlie "Red" Downs, Bob Kirk, and Joe Hale. Hale recalled many years later:

> I was in the same room with John Dunn for quite a while. Dale Barnhart was one of the top clean-up men. We were in a room with him and learning to inbetween. We were practicing on shorts: Mickeys, Donald Duck and Goofy shorts . . . I think we were in the class for six weeks. We did an animation test of Goofy hitting a baseball. Then we started working on production animation for shorts.[139]

Aside from the shorts, John probably also inbetweened on *Peter Pan*. He knew, however, that making a career in animation would be challenging and, like many of his colleagues before him, he decided to hedge his bets by submitting single-panel cartoons, usually paired with a caption, referred to as gag drawings. The strategy paid off when, three years later, he managed to attract the attention of Disney's head of casting, Ken Peterson. On April 5, 1954, Ken wrote Walt:

> We are trying out John Dunn [in Story] in the Kinney unit. He has been here at the studio three years and has shown a strong aptitude for story work in his response to our recent "gag" outlines.[140]

John did not know it at the time, but this was his big career break. He was about to become the key concept artist and storyman on Disney's revolutionary "science projects," from *Man in Space* to *Magic Highway, U.S.A.*.

The behind-the-scenes history of the science TV shows is an engrossing one, rich in drama and creative twists and turns. It is a story that sprang from Walt's fascination with science and with his determination to create the first ever theme park.

ABOVE: Story sketch for *Man in Flight*.

MAN IN FLIGHT

In October 1953, when Walt and Roy were pitching the idea of a recurring TV show to NBC, CBS, and ABC, Walt's brother-in-law, storyman Bill Cottrell, sent Walt a memo that listed four concepts: "The Walt Disney Show," "The Mickey Mouse Club TV Show," "The True Life TV Show," and "The World of Tomorrow," a series that would combine live action and animation and would focus on "the history of man's development of things in the past plus man's dreams and hopes for the *future*." The proposed episodes included *The History of Aviation*, *The Story of the Wheel*, *Facts about Electricity*, *Facts about Electronics*, *The Story of Man*, and "countless possibilities in the realm of chemistry, physics, mathematics, astronomy, time and space, etc."[141]

By early March 1954, the Disney studio was on the verge of signing a deal with ABC that linked the production of a weekly TV show to ABC's investment in the upcoming theme park. To support and promote the launch of Disneyland, Walt decided to give its TV program the same name. By mid-March it had been decided that the *Disneyland* show would be structured around the lands of the park: Fantasyland, Frontierland, Adventureland, and Tomorrowland.

Two key Disney artists, Ward Kimball and Jack Kinney, were assigned to work on the Tomorrowland episodes.

Ward Kimball was one of Disney's star animators, the man behind Jiminy Cricket in *Pinocchio*, the crows in *Dumbo*, and Lucifer the cat in *Cinderella*. According to Walt himself, Ward was an artist who hated rules, an iconoclast, and a creative genius. In 1953, after Ward's directorial efforts on *Adventures in Music: Melody* and *Toot, Whistle, Plunk and Boom*, Walt asked him to help develop the story for the feature *Sleeping Beauty*. By March 1954, Walt's executive team was dissatisfied with the results.[142] In his autobiography, Disney executive Harry Tytle remembered:

> On March 5, Bill Anderson and Ken Peterson, in a meeting with Walt, both reported to Walt that Ward Kimball was "ineffectual" on cartoon features . . . So Ward was called and [told he was] going on T.V. with Hal [Adelquist], and just as soon as [Jack] Kinney and [Bill] Berg finish up their present short story, they will move in with Ward and the three will become a team.[143]

The artists were soon assigned to various parts of the "World of Tomorrow" project, as Tomorrowland was known at the time.

Walt had an exciting vision for this segment of the *Disneyland* show, one he shared with his artists on March 19:

> [We want to feature] the dreams that can be a reality in the near future. How man has been harnessing power, the benefits that can come out of the atomic era that we are in . . . Most of it would be factual; taking what is possible even as we go into exploration of the moon, for example, telling the scientific side and not the fictionary. Science fiction has been overdone. In contrast ours would be interesting and realistic. This will be an important show. We will entertain and at the same time appeal to the educational groups.[144]

To realize this ambitious vision, Kinney and Kimball were assigned to two separate concepts. On March 29, Hal Adelquist reported:

> [For the project *From Adam to Atom*]: Ward is doing a board on "The History of Atomic Energy" and we have working with him Julius Svendsen who is doing a board on the "Story of Steam Power."[145] [For *Man in Flight*]: Jack [Kinney] has researched the "History of Flight" and Ken Peterson has given us Lance Nolley and Bill Bosché to start sketch work . . . Kinney has started research on the "Future of Aviation" and this looks like a fascinating subject.[146]

Storyman and director Kinney was a very logical choice to handle *The History of Flight*. In 1942 and 1943, Kinney had helped develop the "history of aviation" for *Victory Through Air Power*.[147] No wonder that Adelquist was already able to report on April 2 that "this subject [*Man in Flight*] is getting up fast . . . We will have material from Lockheed, Douglas, North American and the Institute of American Science."[148]

The artists knew that they had to spice up all those hard facts with good gags. On April 4, John Dunn joined the team to do just that. Bill Bosché recalled:

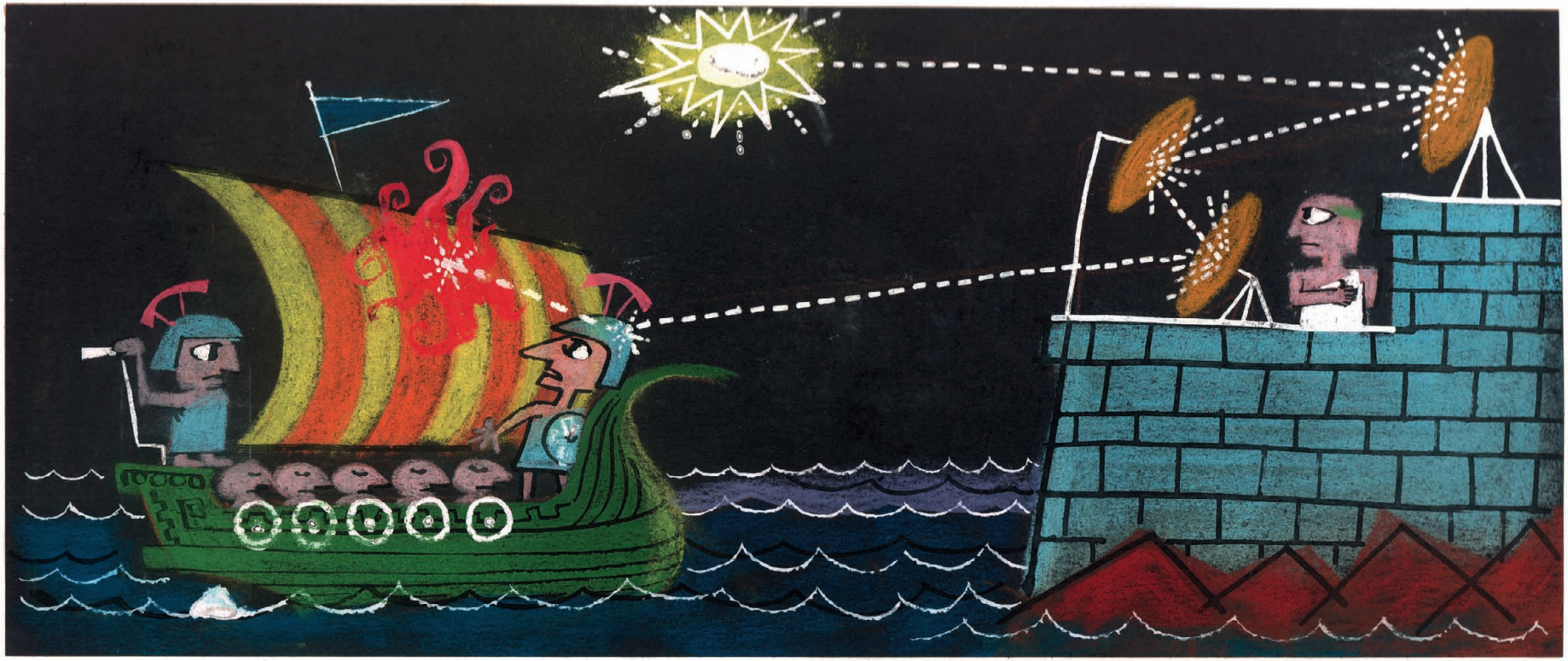
> I first started out with Jack Kinney—Jack Kinney and John Dunn and Lance Nolley there as one little story unit investigating. John and I started a storyboard on the principles of rocketry, in which we showed the old cliché about it being a continuous recoil, a machine gun and a handcar, and Ward Kimball and Julius Svendsen had started another story direction.[149]

By the end of April, Kimball and Svendsen's focus had shifted from the history of atomic energy to space travel. And on April 26, a memo from Hal Adelquist to Walt showed that the two story teams were now perceived as a single, integrated unit that was trying to give some coherence to what had been developed for the "World of Tomorrow":

> We have been working on a principal "personality" to tie the material together and Kinney and Kimball are both enthusiastic about the progress. We had a good meeting with [writer] Charles Shows and he starts April 26th (Monday) working with the unit.[150]

The following day, the artists met with Walt for the first time to present their ideas and to get his feedback. Walt was very clear about what he was looking for:

> We are trying to show man's dreams of the future and what he has learned from the past . . . People laugh at inventions of the past such as this guy trying to fly with feathers, because with the inventions and the progress of science today, people feel superior . . . Man is always trying to invent something so that he doesn't have to work so hard. He is the human animal. I think that is your basis. He is constantly trying to simplify things. Even when you get into all your modes of travel, freeways, etc., the method is to make things easier. But man isn't content. One thing leads to another. If we can get one general theme along that line, the audience will go with you.



ABOVE: Story sketch for *Man and the Moon*. Courtesy: Bill Dunn.

MAN IN SPACE

The creative turning point of the meeting came a few minutes later and was encapsulated by two simple exchanges between Walt and his team:

> **Walt:** I think we should arrive at one subject here.
> **Ward:** We are thinking of space.
> **Walt:** Let's think of a headline. Let's get them excited about what we are going to present.
> [. . .]
> **Hal [Adelquist]:** It seems as if that "History of Aviation" there (pertaining to storyboard) should be a section we could use.
> **Walt:** I think that's another section. The airplane, as we know it, is a sort of earthbound thing. It has nothing to do with space . . . I think that's aviation. The thought is man's dream of the other planets. Man has been studying those things without thinking about the airplane.
> **Jack:** I think it goes back to the early legends.
> **Walt:** This isn't an aviation picture. This is literally reaching for the moon.
> **Ward:** That's a good title, "Reaching for the Moon."[151]

That short discussion was music to Ward Kimball's ears, and a major disaster as far as Jack Kinney was concerned. Kinney remembered in his autobiography:

> I had developed a six-hour program called *The History of Aviation*, going from Icarus to outer space. We'd done plenty of research, with tremendous support from the entire aviation industry, including the Archives of Aviation, the FAA, Lockheed, and McDonnell-Douglas. It was a beautiful undertaking, including all the old films, stories, and personalities from the Montgolfiers to the Wright Brothers and beyond. I was amazed at all the glamour, heartbreak, and breakthroughs in the stories of these pioneers . . . Then, lo and behold, an ultimatum was handed down. [Ward Kimball] was assigned to *Man in Space*, while I was left "holding the bag" with the history section. Walt was so intrigued by the space material that he gave it preference. Without much of a buildup, I was "painted into a corner . . ." with no place to go.[152]

John Dunn, while he kept on working with Kinney for a while, was now one of Ward's boys.

The schedule of the planned "World of Tomorrow" shows seemed to fall in place swiftly. By May 10, 1954, it was set:

> **Show #1:** "A Trip to Mars"—Man's curiosity about the stars and their history.
> The history of rockets (Jack Kinney and John Dunn)
> Present calculation on rockets and space stations
> (Bill Bosché)
> Space medicine (Julius Svendsen)
> Simulated trip to the stars
> (Ward Kimball and Charles Shows)
>
> **Show #2:** "Man in Flight"—Considerable research by Kinney and Bosché
>
> **Show #3:** Energy (Atomic)—Considerable research by Kimball and Svendsen
>
> **Show #4:** The Wheel
>
> **Show #5:** [The History of] Communications[153]

During the month of May, Kinney remained active on the "Space" project,[154] but by June his efforts had switched to research for a stand-alone *Man in Flight* show, and he had a new creative partner, Woolie Reitherman.[155] The project, which had been John Dunn's first creative baby at the studio, seemed to attract a lot of interest. On August 5, Hal Adelquist reported to Walt:

> We had a good meeting on the *Man in Flight* with Woolie Reitherman, Ward Kimball and some story men. It was decided that the present show could be broken down into three shows. One would be from the history up to World War I, then from World War I through the '20s and up to the start of World War II. The third show would be from World War II to the future.[156]

Despite Hal's optimism, it would take another three years for the program to finally be released, by which time Jack Kinney was preparing to leave Disney.[157]

The "Space" show had a much better fate. On May 18, 1954, Walt suggested that Kimball break it into two parts: one about the creation of the space ship and one about a trip to the moon.[158] In the end, three shows were released: *Man in Space* on March 9, 1955, *Man and the Moon* on December 28, 1955, and *Mars and Beyond* on December 4, 1957.

John's creative contribution to the last two shows was particularly critical: most of his hilarious and stylized gags made it to the screen virtually unchanged.

ABOVE: Bill Bosché, Walt Disney and Ward Kimball at work on one of the space projects.

MAN AND SCIENCE

In parallel with the space shows, Kimball's unit was trying to shape the "Atom" project. On August 4, 1954, Kimball sent writer Charles Shows on a research trip to North American Aviation's Downey, California, Atomic Research Plant,[159] and around the same time, he seemed to have assigned John to develop some story drawings about energy, the origin of atomic power and its future uses. While not as wild as the *Man and the Moon* concepts, John's "Energy" drawings featured a straightforward whimsy and stylization which made them both highly entertaining and distinctly modern. The "Atomic" show, however, did not stay in Kimball's unit for long. By November 1954, it had been assigned to director Ham Luske.[160] It would take until January 23, 1957, for the show to be released. By then it had a new title: *Our Friend the Atom*.

In 1956 and 1957, having completed his work on *Man and the Moon*, John Dunn was assigned to two other scientific projects: *Conquest of the Weather* and *The Artificial Satellite*.[161]

The *Weather* show dealt with new technologies that helped man understand and predict the weather. John, once more, was tasked with suggesting gags that would lighten things up and he did so with gusto. But despite John's enthusiasm, the project was shelved.

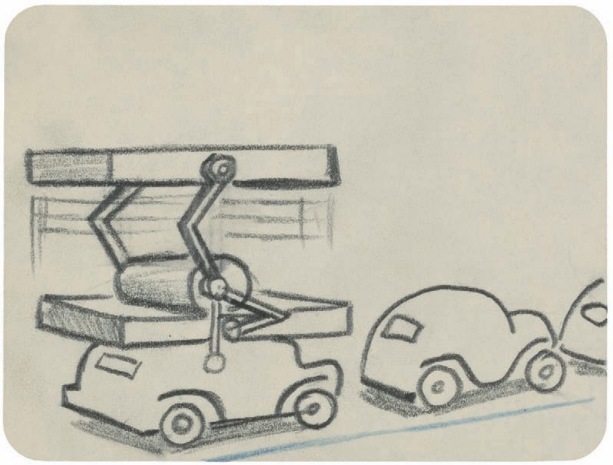
The Artificial Satellite for its part was an offshoot of the Kimball "space projects." On February 13, 1957, a memo was sent from Harry Tytle to Walt regarding the endeavor:

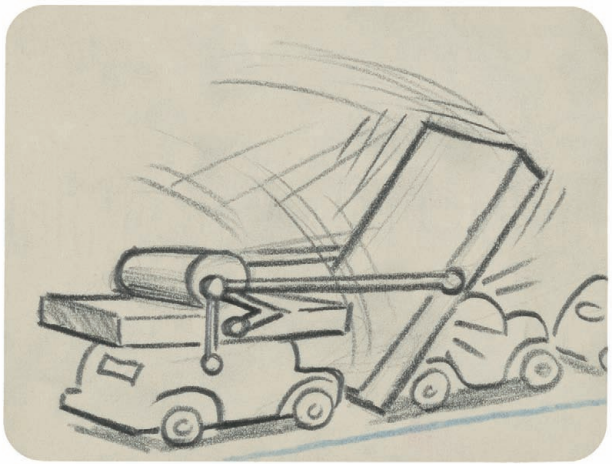
> Ward's deadline for story presentation is April 1st, so, by the time you return he should be approaching story completion.[162]

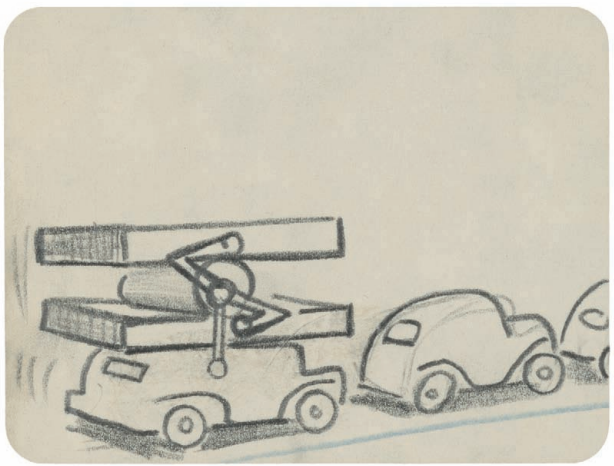
Ward Kimball remembered:

> We were working on a show about our satellite program [Project Vanguard] called *Moon Watch* [aka *The Artificial Satellite*]. We were doing that in conjunction with IBM because all the information was going to be funneled through their Poughkeepsie plant.[163]

And then, on October 4, 1957, the Russians launched Sputnik and the show became obsolete.





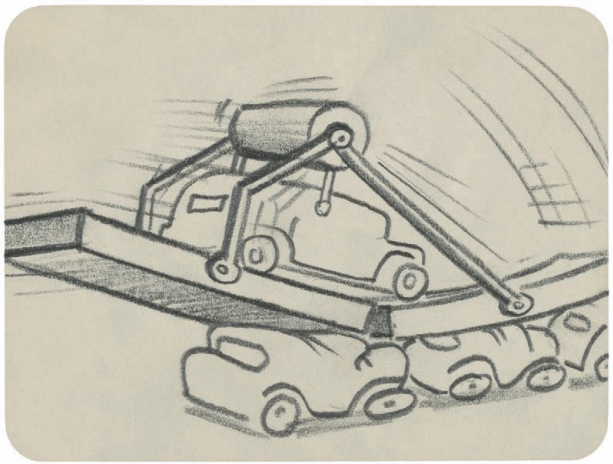


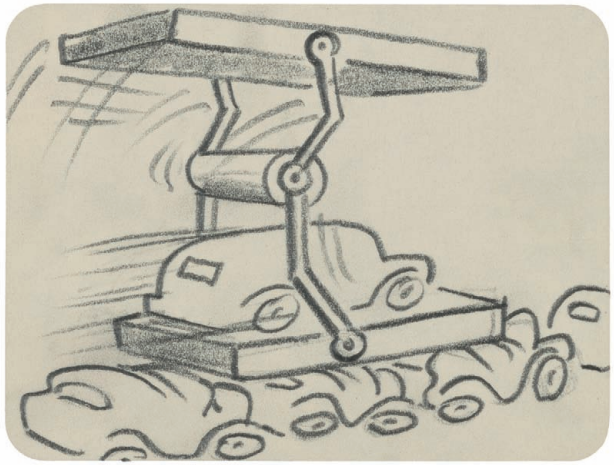
No good idea ever died for long at Disney though. On June 18, 1959, the studio released *Eyes in Outer Space*, a TV program directed by Ward Kimball that combined the best ideas of *Conquest of the Weather* and *The Artificial Satellite*.

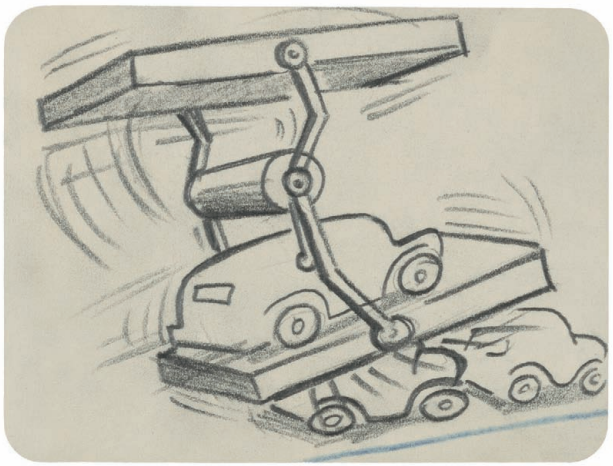
To the American public of the 1950s, the conquest of space was not the only initiative synonymous with science fiction and the world of tomorrow. In 1956, President Eisenhower had enacted the National Interstate and Defense Highways Act, hence launching the construction of the Interstate Highway System. The future of transportation was an obvious subject for the Tomorrowland section of the *Disneyland* show. It was also a concept that could be pitched easily to a potential sponsor like Easter Cement Company. Ward Kimball, assisted by John, directed the show. On August 21, 1957, Harry Tytle wrote Walt: "Ward Kimball is ready to explain his plans for this show prior to a meeting with the Eastern Cement people."[164]

Despite the critical role John played on all these projects, story-wise, he always remained in the background—most likely because he was very much an introvert, as background artist Gordon Legg recalled:

> John Dunn was an interesting character; he was a very timid guy. If you were in, and he knew you well, he was a pretty nice guy. But he was very shy. He'd come to work early in the







OPPOSITE AND ABOVE: Story sketches for *Magic Highway, U.S.A.*.

> morning, punch in early, so he didn't have to get in line. He'd avoid crowds as much as possible. He'd come in and bury his nose on the drawing board and work. Surreptitiously he'd pin up these gags—some of them would have to do with the story, and some of them wouldn't. He was always thinking up gags, and he was always making these real crazy drawings. Most of Kimball's off-beat humor came from John Dunn, at least at that time. [For *Magic Highway*], he thought of the gag of the automobile that carries its own road with it, and the disposable car—if it gets in a traffic jam, you get out and touch a match to it . . . [After Disney,] he finally gained confidence in himself, and realized his own worth, and he was just an entirely different guy.[165]

Full of John's offbeat visual gags, *Magic Highway, U.S.A.* was released on May 14, 1958.

While John's claim to fame at Disney is linked to the science projects directed by Ward Kimball, during his stay at the studio, the gifted story artist also tackled at least three other projected cartoons.

By the mid-'50s, John was hard at work on an offshoot of the planned *History of Transportation*, *Donald and the Wheel*, a short that would be released in 1961, two years after his departure from the studio.[166]

ABDUL ABULBUL AMIR AND BAD LUCK DUCK

The last two projects that John Dunn tackled for Disney were both tied to an ill-fated television show. In July 1958, Walt decided to try and develop an episode of the *Disneyland* TV program based on the same basic idea as the shorts *Adventures in Music: Melody* and *Toot, Whistle, Plunk and Boom*. Professor Owl would once again act as Emcee, the focus this time being "The Opera." Wilfred Jackson was chosen to direct the effort.

The initial concept was titled "The Whale That Sang at the Met" and was conceived as a compilation of musical shorts (*The Wise Little Hen*, *Water Babies*, *Elmer Elephant*, *Mickey's Grand Opera*) introduced by Professor Owl. It would have culminated in the screening of *The Whale Who Wanted to Sing at the Met*.[167]

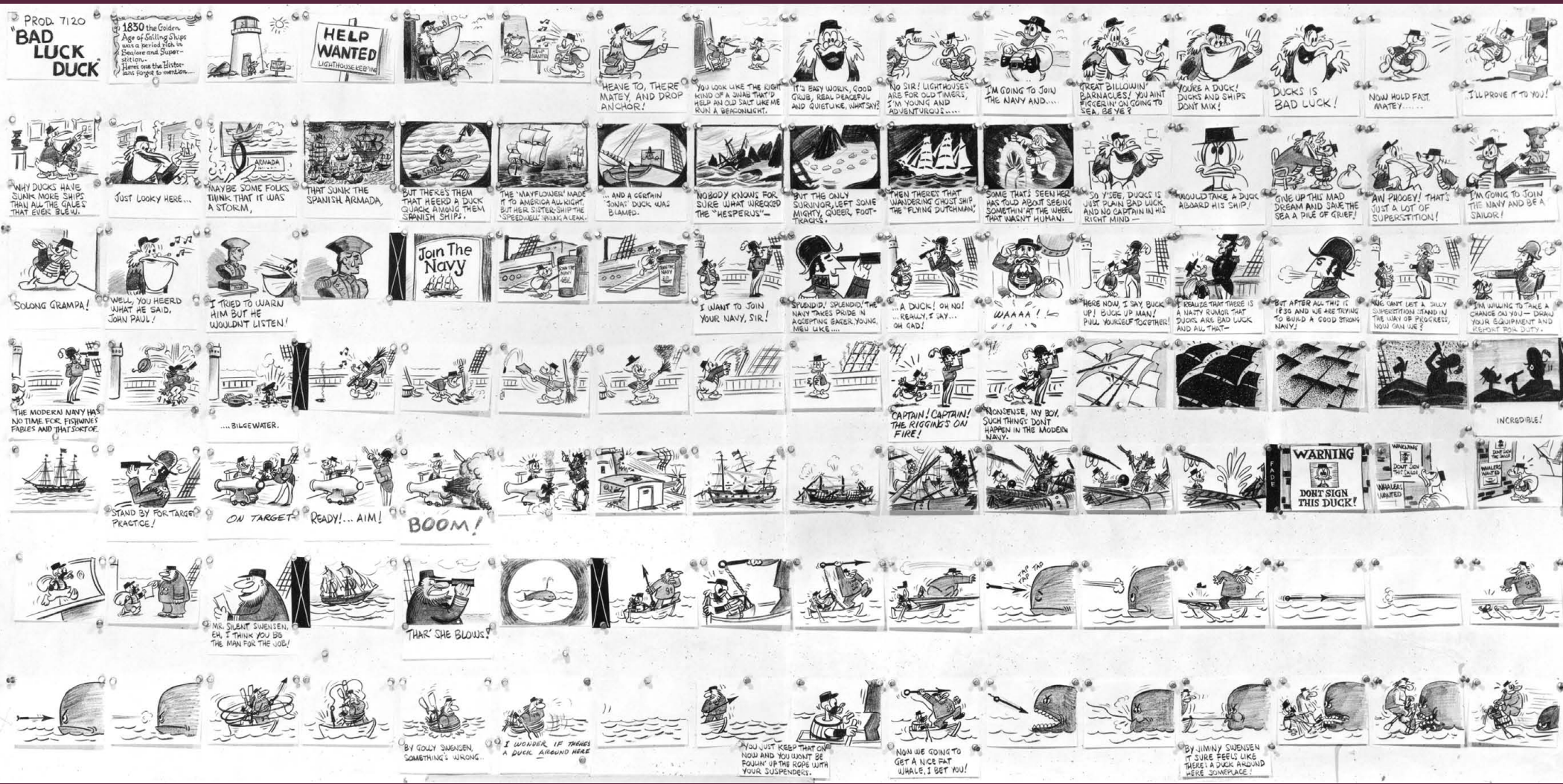
On October 29, Walt presided over a story meeting attended by Disney executive Harry Tytle, story artist Dick Huemer, director Wilfred Jackson, and layout artist Joe Hale in which he decided that *The Wise Little Hen* had to go, leaving eleven minutes of the show to be filled with original material. According to Hale, Tytle then saw an opportunity and asked John to adapt the story of *Abdul Abulbul Amir*, a music-hall song written in 1877 by Percy French, which told the story of two heroes, one Russian, Ivan Skavinsky Skavar, and one Turkish, Abdul Abulbul Amir, who, out of pride, fight each other. The project had been under consideration since at least 1946 and the light musical number was a logical piece to consider as replacement for *The Wise Little Hen* in this context. Harry Tytle loved John's very stylized and colorful take on the story. So much so, in fact, that he tried to oversell it to Walt, with a predictable consequence: the project was shelved.[168]

By January 8, 1959, "The Whale That Sang at the Met" show was no longer focused on the opera and had been retitled "The Truth about Donald Duck." Donald was now acting as Emcee instead of Professor Owl and the underlying theme was "The Truth." The shorts that would have been included in the program were *The Truth about Mother Goose*, *In Dutch*, the folktale *The Men of Gotham*, and *The Whale Who Wanted to Sing at the Met*.[169] Walt was still not happy with the approach, however, and asked his artists to work on an idea in which Jiminy Cricket would replace Donald Duck and in which the connecting tissue would become "The World of Books."[170] When that idea hit a brick wall too, Wilfred Jackson tried a new tack, one that revolved around a maritime theme, and featured *The Pelican and the Snipe*, a sequence from *Peter Pan*, *The Whale Who Wanted to Sing at the Met,* and a new Donald Duck short.[171] In mid-February he wrote in his diary:

> With Dick [Huemer] and John Dunn (story sketch man) developing "Davey Jones" (old musical story partly developed by [Ward] Kimball, then shelved as cartoon material) to fill out "Whale" show. Storyboards ready on "Davey" [by] March 17.

The proposed Donald Duck short, *Davey Jones Duck* (also known as *Bad Luck Duck*) opened with the lines: "1830, the golden age of sailing ships was a period rich in sea lore and superstitions. Here is one that history forgot." It featured an ancestor of Donald who tried to become a sailor, only to realize that the superstition that a duck on a ship brings bad luck might very well be perfectly true. Unfortunately, even though it was full of outrageous visual gags, the project never moved beyond pre-production.

OPPOSITE: One of the two storyboards from the abandoned short *Bad Luck Duck*.


PROD. 7120
"BAD LUCK DUCK"
1830 the Golden Age of Sailing Ships was a period rich in Sealore and Superstition. Here's one the Historians forgot to mention....
HELP WANTED
LIGHTHOUSE KEEPING
HEAVE TO, THERE MATEY, AND DROP ANCHOR!
YOU LOOK LIKE THE RIGHT KIND OF A SWAB THAT'D HELP AN OLD SALT LIKE ME RUN A BEACONLIGHT.
IT'S EASY WORK, GOOD GRUB, REAL PEACEFUL AND QUIETLIKE, WHAT SAY?
NO SIR! LIGHTHOUSES ARE FOR OLD TIMERS, I'M YOUNG AND ADVENTUROUS.....
I'M GOING TO JOIN THE NAVY AND....
GREAT BILLOWIN' BARNACLES! YOU AINT FIGGERIN' ON GOING TO SEA, BE YE?
YOU'RE A DUCK! DUCKS AND SHIPS DON'T MIX!
DUCKS IS BAD LUCK!
NOW HOLD FAST, MATEY.....
...I'LL PROVE IT TO YOU!
WHY DUCKS HAVE SUNK MORE SHIPS THAN ALL THE GALES THAT EVER BLEW.
JUST LOOKY HERE...
ARMADA
MAYBE SOME FOLKS THINK THAT IT WAS A STORM,
THAT SUNK THE SPANISH ARMADA,
BUT THERE'S THEM THAT HEERD A DUCK QUACK AMONG THEM SPANISH SHIPS.
THE 'MAYFLOWER' MADE IT TO AMERICA ALL RIGHT, BUT HER SISTER-SHIP THE 'SPEEDWELL' SPRUNG A LEAK.
... AND A CERTAIN 'JONAS' DUCK WAS BLAMED.
NOBODY KNOWS FOR SURE WHAT WRECKED THE "HESPERUS"—
BUT THE ONLY SURVIVOR, LEFT SOME MIGHTY, QUEER, FOOT-TRACKS.
THEN THERE'S THAT WANDERING GHOST SHIP THE "FLYING DUTCHMAN,"
SOME THAT'S SEEN HER HAS TOLD ABOUT SEEING SOMETHIN' AT THE WHEEL THAT WASN'T HUMAN.
SO Y'SEE, DUCKS IS JUST PLAIN BAD LUCK AND NO CAPTAIN IN HIS RIGHT MIND —
WOULD TAKE A DUCK ABOARD HIS SHIP!
GIVE UP THIS MAD DREAM AND SAVE THE SEA A PILE OF GRIEF!
AW PHOOEY! THAT'S JUST A LOT OF SUPERSTITION!
I'M GOING TO JOIN THE NAVY AND BE A SAILOR!
SOLONG GRAMPA!
WELL, YOU HEERD WHAT HE SAID, JOHN PAUL!
I TRIED TO WARN HIM BUT HE WOULDN'T LISTEN!
Join The Navy
I WANT TO JOIN YOUR NAVY, SIR!
SPLENDID! SPLENDID! THE NAVY TAKES PRIDE IN ACCEPTING EAGER, YOUNG, MEN LIKE....
...A DUCK! OH NO! ...REALLY, I SAY... OH GAD!
WAAAA!
HERE NOW, I SAY, BUCK UP! BUCK UP MAN! PULL YOURSELF TOGETHER!
I REALIZE THAT THERE IS A NASTY RUMOR THAT DUCKS ARE BAD LUCK AND ALL THAT—
BUT AFTER ALL THIS IS 1830 AND WE ARE TRYING TO BUILD A GOOD STRONG NAVY!
WE CAN'T LET A SILLY SUPERSTITION STAND IN THE WAY OF PROGRESS, NOW CAN WE?
I'M WILLING TO TAKE A CHANCE ON YOU— DRAW YOUR EQUIPMENT AND REPORT FOR DUTY.
THE MODERN NAVY HAS NO TIME FOR FISHWIVES FABLES AND THAT SORT OF.
....BILGEWATER.
CAPTAIN! CAPTAIN! THE RIGGING'S ON FIRE!
NONSENSE, MY BOY. SUCH THINGS DON'T HAPPEN IN THE MODERN NAVY.
INCREDIBLE!
STAND BY FOR TARGET PRACTICE!
ON TARGET
READY!... AIM!
BOOM!
WARNING
DON'T SIGN THIS DUCK!
WHALEAS WANTED
MR. SILENT SWENSEN, EH, I THINK YOU BE THE MAN FOR THE JOB!
THAR' SHE BLOWS!
TAP TAP TAP
BY GOLLY SWENSEN, SOMETHING'S WRONG..
I WONDER IF THERE'S A DUCK AROUND HERE
YOU JUST KEEP THAT ON NOW AND YOU WON'T BE FOULIN' UP THE ROPE WITH YOUR SUSPENDERS.
NOW WE GOING TO GET A NICE FAT WHALE, I BET YOU!
BY JIMINY SWENSEN IT SURE FEELS LIKE THERE'S A DUCK AROUND HERE SOMEPLACE!

On March 18, 1959, Jackson explained why in his diary:

> Walt . . . does not want this "Davey Jones" in the show [and] wants Dick and me to work on something musical. (We had mistakenly thought "Davey" was since it was based on a folk song.)[172]

By the late 1950s, the Disney studio had practically discarded its shorts program, due to its dwindling profitability. The Kimball TV unit, for its part, had been disbanded, which might explain why John left the studio on May 29, 1959.

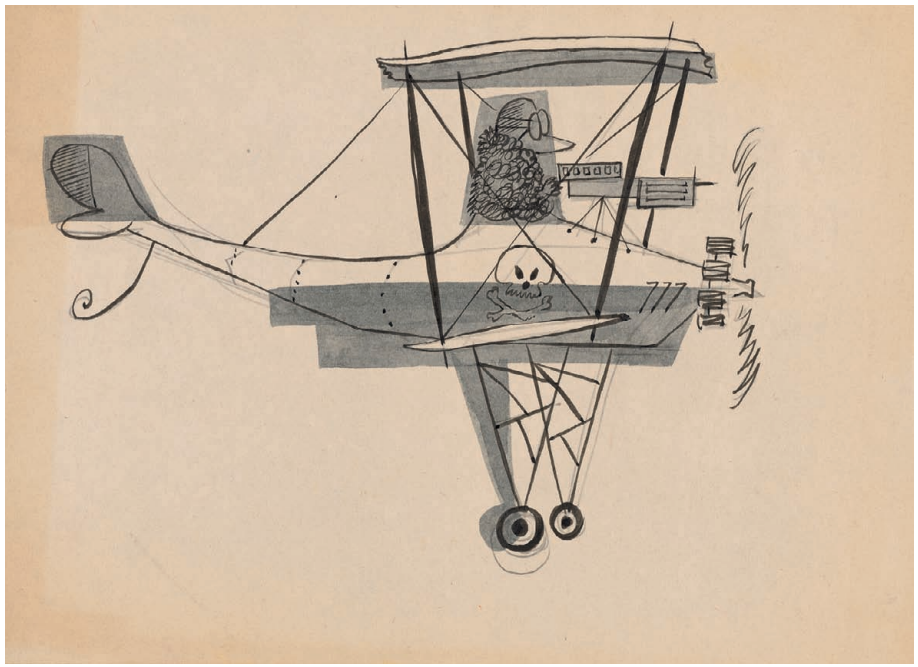
John Dunn's post-Disney career was a long and fruitful one. In February 1960, he joined Warner Bros. as a story artist and worked with director Chuck Jones on "The Bugs Bunny Show," the feature *The Incredible Mr. Limpet*, and on many shorts including the Academy Award-nominated *The Pied Piper of Guadalupe* and *Beep Prepared*, both of which he co-wrote with Jones. In late 1952, he moved to Hanna-Barbera, and the following year he decided to set up his own studio, Spungbuggy Works, with former Disney colleague, Vic Haboush. Finally, in early 1964, Dunn joined DePatie-Freleng, where he worked until 1980 and was much appreciated, as Amid Amidi explained:

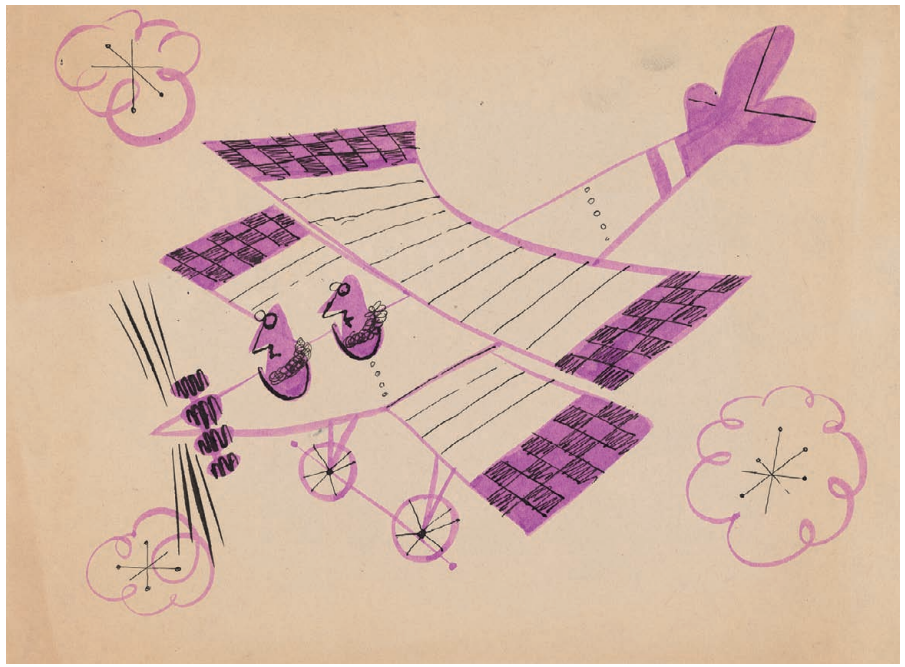
> In many ways, the history of DePatie-Freleng is also the history of John Dunn. No major animation studio had previously relied so heavily on a single individual for creative direction. Studio co-founder David DePatie says that Dunn was the primary source of ideas at the studio from its beginning up until the mid-1970s . . . Dunn created most of the studio's theatrical characters, including the Ant and the Aardvark, Tijuana Toads, Roland and Rattfink, Crazylegs Crane, and the Blue Racer. While he didn't create the Pink Panther, he was involved with the character from its first appearance in the opening titles of the live-action film *The Pink Panther* . . . and he ended up writing more theatrical shorts with the character than anybody else.[173]

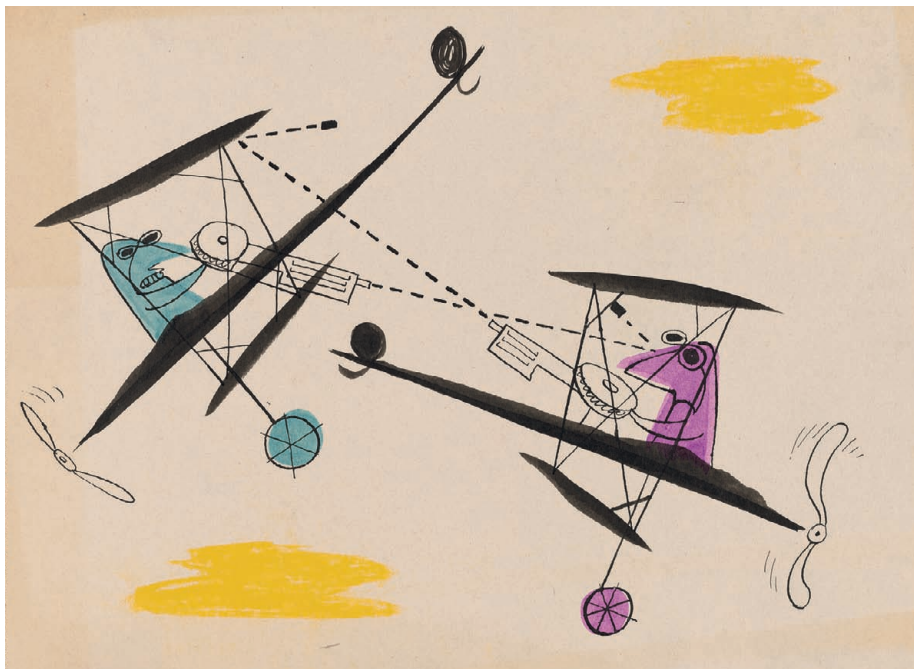
On January 17, 1983, John Dunn passed away from a heart attack. He was not yet 63.

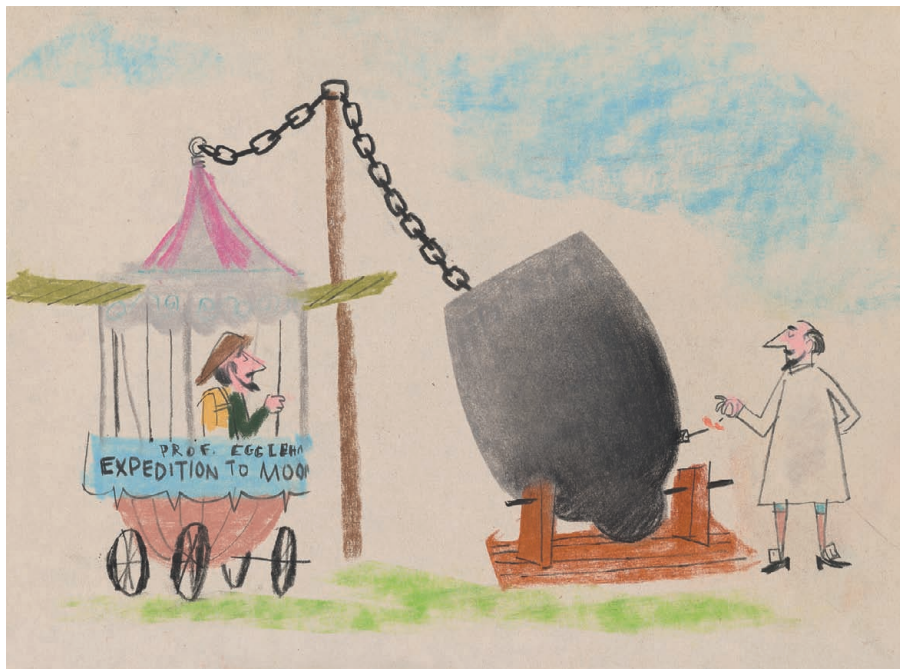
A year and a half earlier, on July 15, 1981, he had been invited by Joe Hale to have lunch at the Disney studio with his former colleagues Dick Ung and Charlie "Red" Downs.[174] *The Fox and the Hound* had just been released that month and Joe Hale was hard at work on *The Black Cauldron*, but Walt was no longer around and the studio no longer had the frantic energy of the 1950s. As to the Disney space programs: they had been seen by multiple generations and had become classics. If he thought about this at all that day, John Dunn would have known that his place in animation history was secure.

ABOVE AND PAGES 162–163: Story sketches for *Man in Flight*.

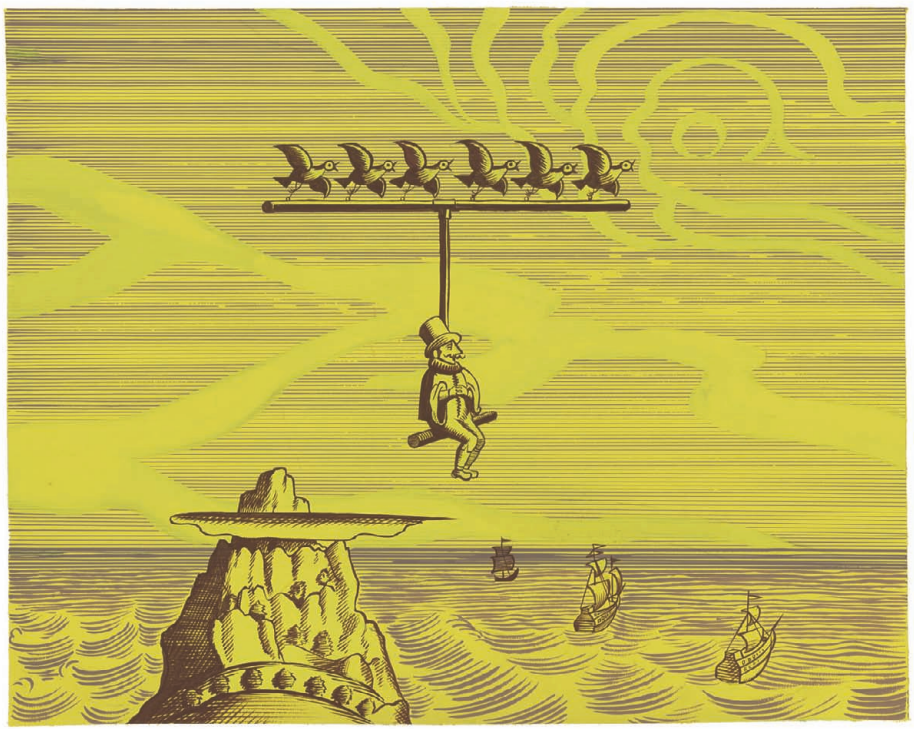




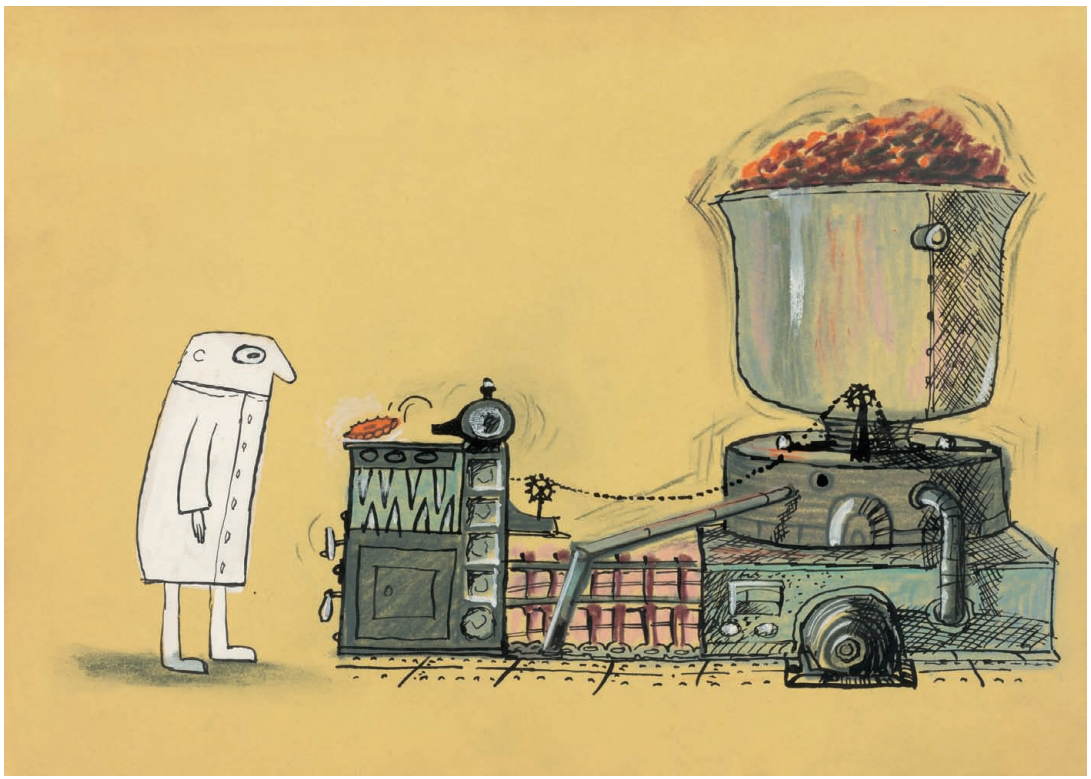



EXPEDITION TO

ABOVE, OPPOSITE, AND PAGE 166: Concepts for *Man and the Moon*.



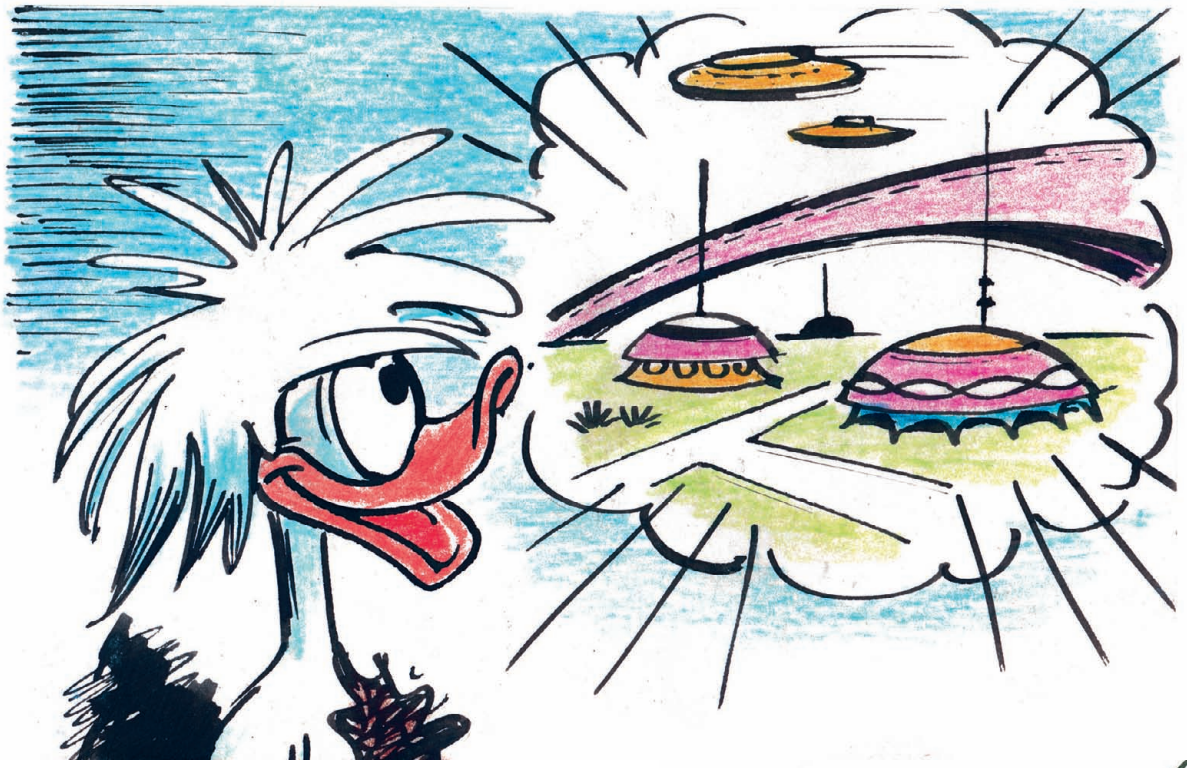
ABOVE: Story sketches for *Mars and Beyond*.



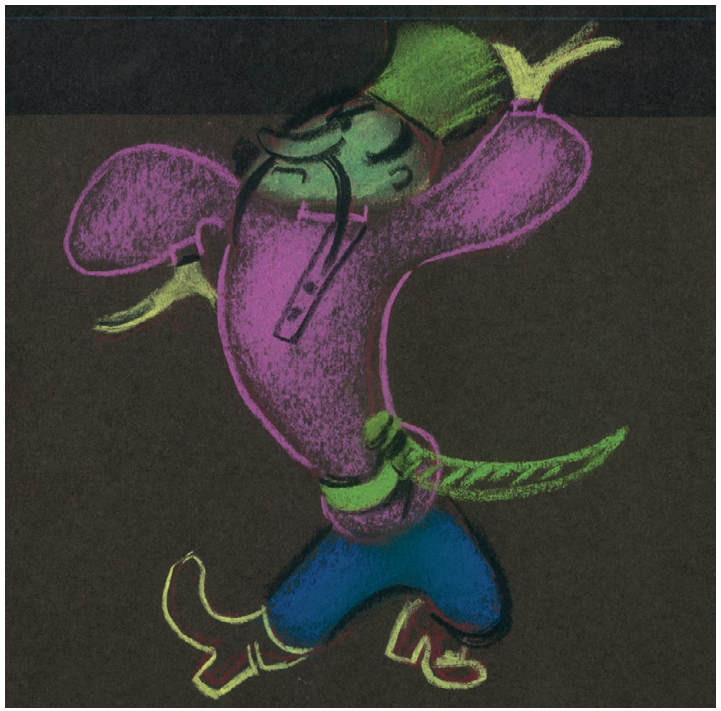
ABOVE: Story sketches for the project *From Adam to Atom*, which became *Our Friend the Atom*.

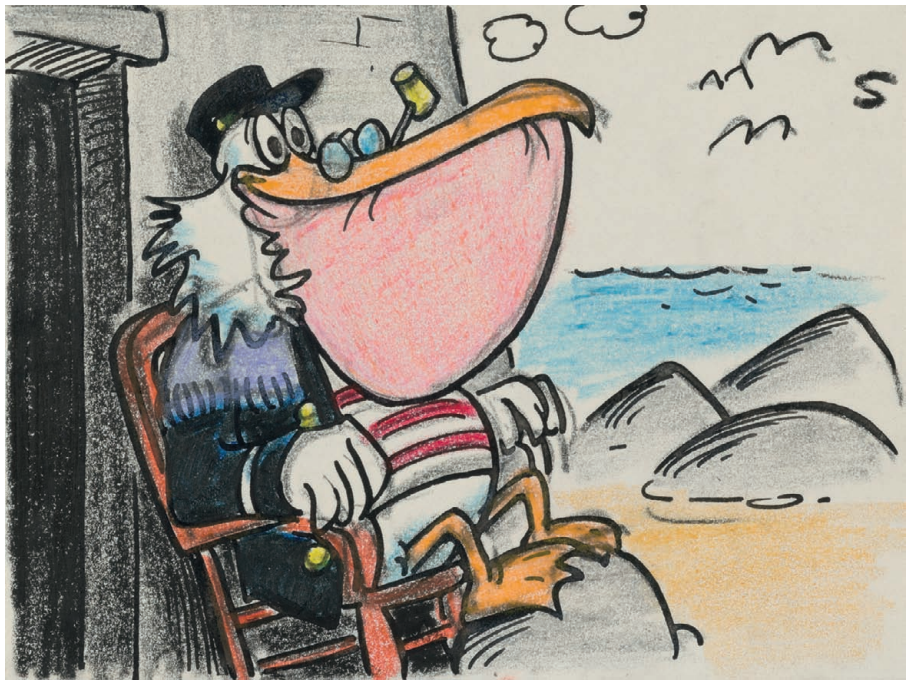
ABOVE: Storyboard for *Conquest of the Weather* which became *Eyes in Outer Space*. Courtesy: Bill Dunn.

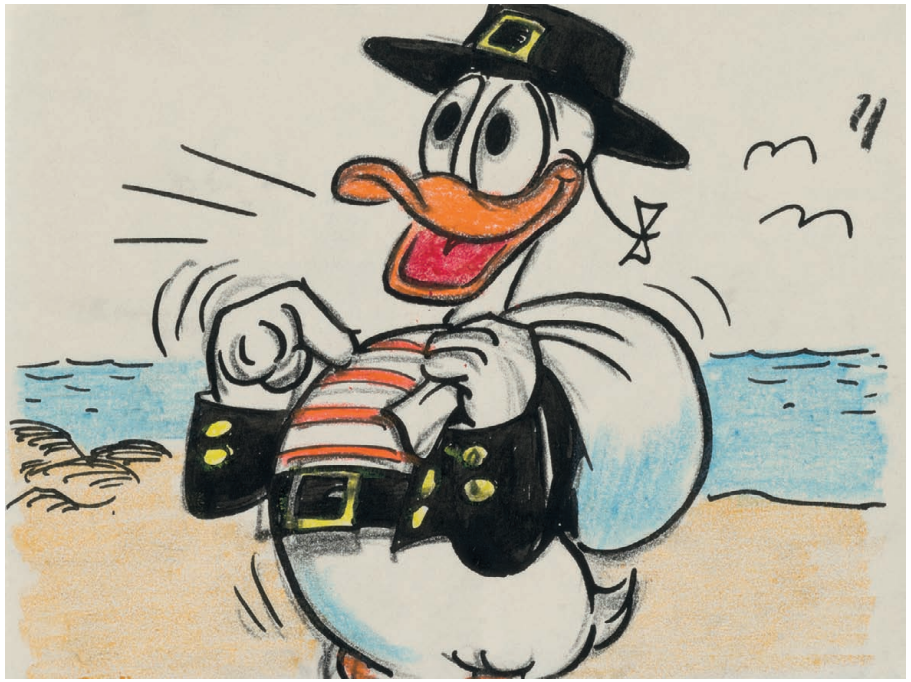
ABOVE: Story sketch for *Magic Highway, U.S.A.*

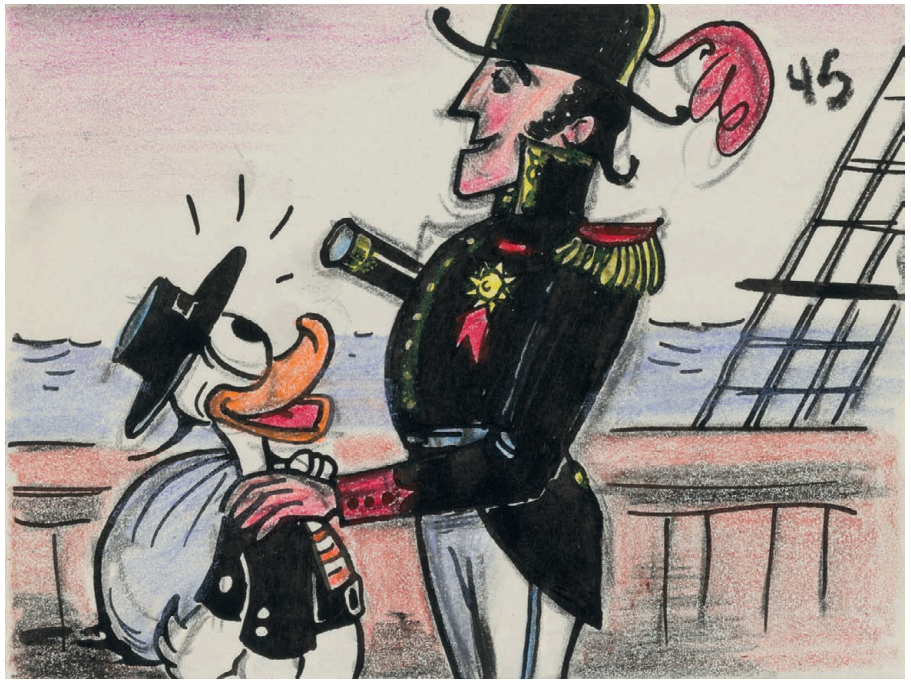


ABOVE: Early story sketches for *Donald and the Wheel*. Courtesy: Bill Dunn.









OPPOSITE: Story sketches for the abandoned musical project *Abdul Abulbul Amir*.

ABOVE: Story sketches for the abandoned short *Bad Luck Duck*.

5

WALT PEREGOY

"From the time I put a mark on paper it has always been mine, no consideration for others, just my thoughts, my originality."

—WALT PEREGOY ABOUT HIMSELF

ART AS A PASSION, art as an obsession, art as an all-encompassing vortex: this was the life of Alwyn Walt Peregoy. Walt saw himself as an artist first and foremost, trained in contemporary aesthetics, which, from his standpoint meant that he could not help but explore his own original vision. He possessed a personal style as well as a conviction that talent grew out of discipline. He also carried an ego with no equal at the Disney studio . . . no small feat in a studio known for expansive personalities. He was a man who insisted on being himself in the most collaborative of all artistic pursuits: animation. He was full of life but also driven by deep frustrations. More than anything, he was a man possessed by the desire to produce enduring work. His good friend and colleague Julie Svendsen remembered:

> Sometimes he would look at his own work and just say, "I don't know how I did that! I don't know how that happened." That's when he would talk about the little men in his head. He used that phrase a lot. It was like he had this other person who was actually doing the artwork and all he did was sit down at a table and just show up in front of a piece of paper . . . Walt always said, "I'm never afraid of a blank piece of paper. It's always an opportunity. I love blank pieces of paper."[175]

Despite his ego and bravado, the man who would give its unique style to *One Hundred and One Dalmatians* nursed a fair amount of psychological complexes, the strongest one of which was linked to his family origins. Walt Peregoy explained:

> [I was] born [on November 17, 1925] in a rented house on Pico Boulevard in Los Angeles. This was not Bel Air. Brea Canyon was a field of oil wells. My grandmother on my father's side was from a coalminer family. My name is of Basque origin. My family arrived in the US before the revolution. My father was the son of a tenant farmer. He left the farm in Virginia when he was fifteen to [go to] Los Angeles. He was educated by his mother, a school teacher at home. He never graduated from high school yet he was extremely well read. [He even] learned to read Sanskrit. [He became] a bookkeeper for Mobil Oil making nothing. The family packed up, went all the way to Seattle, Washington . . . [There were] no jobs so we wound up back in California. My father [went] back with Mobil Oil [as] a clerk in their office in San Francisco, still

ABOVE: The "new blood": Vic Haboush, Tony Rizzo, Walt Peregoy and Tom Oreb photographed by Ray Aragon. Courtesy: Len Aragon.

making nothing and still living in a rented house in Alameda. [He was] traveling back and forth on the ferry boats every day in his double-breasted suits with vest and a fedora hat, briefcase in hand, looking as if he was the bank official [or] a vice-president of the Matson Steamship Lines.[176]

This was the middle of the Great Depression. Poverty was all around and already Walt saw his salvation in his artistic talent:

As a child I loved horses, [but I] was poor [and] the only way to have a horse was to draw it. That grew into what I have done all my life. My first schooling was Saturday morning class at California College of Arts & Crafts [in Oakland, from 1936 to 1939]. I started in a functional drawing class. This was a three-hour class on Saturdays. The next class was a teacher teaching with charcoal sticks, shading. Then plaster casts and so forth. Then I was in Professor Wolf's life class.[177]

Walt's art training was paying off in very concrete ways:

[In 1939] there was a contest in [a] San Francisco newspaper to draw "Alley Oop" . . . I got first prize drawing "Alley Oop": a dozen cupcakes. We were so poor that I thought that was a great prize. My mother said, "You share these with your brother." I said, "The hell I am, they're all mine!" Because, in the Depression, you didn't get nice desserts, you didn't get cupcakes. Even to buy glazed doughnuts would be a very exceptional thing. It was a terrible time.[178]

THE INBETWEENER

By 1943, Walt was in tenth grade at Mark Keppel High School in Alhambra, California, and, on the recommendation of the principal, Dr. White, he made a decision that would change his life:

I quit school in the tenth grade [at] 17, and got a job at Disney [as an inbetweener], with my portfolio. I'm very proud of [this]. I worked for them for six months, in 1943. I quit because I thought it was a factory, and went to work as a cowboy. The main [reason for quitting Disney] was the repetition of the work of animation. An inbetweener was the one who did most repetition. That, to me, was like an assembly line . . . Many years later, I thought that I'd been presumptuous! Here I was a 17-year old kid . . . Unfortunately it was typical of me: "I'm not going to work in a factory, so I'll quit." But it was presumptuous because it was a necessity—there was no other way to do animation! The nothing wage also [didn't help] . . . I made more money working in a gas station.

After I left Disney, I fulfilled a dream: I went to work on the Irvine Cattle Ranch, the largest in California, from Irvine to San Diego, on the coast . . . They found out fast I wasn't a cowboy, but they didn't fire me. I would go pick up the nationals and we'd supervise building fence for a couple of months. Would you believe that the foreman said, "Walt, will you do a portrait of the Polly Mare?" The Polly Mare was a thoroughbred mare cutting horse and a cutting horse is the tops of the cow ponies . . . Fantastic animals . . .

So I did this portrait . . . I also did one of Seabiscuit. They're realistic pastels of a horse's head. Beautiful. That one of the Polly Mare was my first commission. Two weeks' salary: $20. It was a beautiful chalk pastel. That sort of set the beginning of what happened in those eight years. I finished that commission and then joined the Coast Guard, because there was nobody in the line to volunteer. I'm not going to stand in the Marines: there was a mile-long line. [In the Coast Guard] I met Jerry Segal who saw my work and gave me a job illustrating for Army-Navy civilian magazines. I drew and painted all through that in Honolulu.[179]

Walt ended up serving in the Coast Guard for three years. When he was discharged in 1946 he decided to take advantage of the G.I. Bill to study art again, this time enrolling at Chouinard. His teacher was none other than the famous Don Graham, who in 1932 had been commissioned by Walt Disney to instruct evening classes at his studio in the hope of improving the drawing ability of his artists.

I went back to Chouinard's for one semester [from September 1946 to January 1947 with a major in Magazine Illustration]. And because I didn't want to be a commercial artist, I studied with Don Graham there, who has always been a tremendous influence, a very fine teacher, very close to the animation business. [I learned from him that] there was an active side and a passive side of the human body. "If you draw it, don't make all sides active."[180]

THE CITY OF LIGHT

But like many American artists at the time, Walt's dream was to study in the art capital of the world: Paris.

That was my main wish, to go to France, and to study in France. But the United States government wouldn't give me a passport to go to France . . . So I got a passport to go to Mexico to study [at the Universidad de Bellas Artes] in San Miguel de Allende. I never went to class but I had a studio [in] a converted nunnery, in a cathedral, and part of it had been walled off, and I had a little studio with a balcony looking down on a courtyard. I was there for a year and did three pieces of sculpture. One of them is still there. Jeeze, it's huge, it's a rock! [I] was under the influence of [David Alfaro] Siqueiros, Diego Rivera, and [José Clemente] Orozco, whom I admire very much. I left after a year, came back to the States, worked for ten months in San Francisco and then the Redwood country, in service stations, to get enough money to go to Paris, and [in 1948] went to Paris to study with Fernand Léger. Léger was a very significant artist. An *obus* (that's a shell from the First World War) influenced Fernand Léger's work for the rest of his life, as to the political, the social, and the economic content of his art.[181]

The three years that Walt spent in Paris transformed his art in multiple ways: Fernand Léger's brand of cubism influenced Walt's art markedly during the rest of his career; and while in Paris he met Madeleine Arneau, the French woman who became his wife.

By 1951, Walt was back in Los Angeles, along with Madeleine. After getting a job filling orders in a paint factory in East Los Angeles, Walt decided to try his luck again at the Disney studio, where he re-applied to become an inbetweener. This time around, his portfolio was not enough, and Johnny Bond, the man who selected the new hires, asked him to pass a test, drawing Donald Duck.

> I'm sitting there suffering. In walks this wonderful, wonderful assistant animator, a wonderful man—Walter Stanchfield. He was Frank Thomas' assistant . . . He saw me and a pack of stencil drawings and he said, "Are these yours?" I said, "Yeah." He said, "They're great." I said, "Thank you." He said, "How you doing on that duck?" I said to him, "I'm doing horrible." He said, "Here, lemme show you." So he takes the piece off the board and in ten seconds he goes whoop-dee-doo—a perfect duck. Beautiful. And he left. And Johnny Bond walks in again. Great timing! "Jeeze," he said, "that's great!" It was Walter Stanchfield's duck! I didn't say anything. I was five years from then on in animation . . .
>
> [As an inbetweener] I was working on *Peter Pan* and *Lady and the Tramp*. I did a lot of wolfhounds. I did some Peter Pans. On a rare occasion I would do the fairy, Tinker Bell . . . I was in the corner, the D corner, 1-D-1. We called it the bullpen. We could have five or six inbetweeners in there at a time. Frank Armitage was in there with me for a short time. Over those five years I gradually went from inbetweening to breakdown to clean-up and assistant to Dale Barnhart. He was an assistant animator and I assisted him.[182]

A THING OF BEAUTY

But Walt still disliked the factory-like workflow of studio animation. His new dream was to join the Layout or the Background departments. When *Lady and the Tramp* was completed in 1955, Walt's wish became reality in a rather unexpected manner.

> [The Head of Personnel] Ken Peterson said, "I don't know what we're going to do with [Walt Peregoy]." [Head background painter] Eyvind [Earle] bolted through the door, and said, "Walt can paint backgrounds for me on *Sleeping Beauty*." Nobody had painted backgrounds yet on *Sleeping Beauty*. I don't even know what I thought except I was relieved I had a job. And I went upstairs [to the Background Department].[183]

There was a catch, however: Walt had to mimic Eyvind's style, which, while technically easy for the talented Peregoy, was also perceived by him as an artistic straightjacket.

> Eyvind Earle was the stylist [on *Sleeping Beauty*]. He set the styles, and the background artists followed avidly, completely, his direction and his style. A background painter has to adapt himself and his talent and his ability, to whatever degree, to totally mimicking the style of the background stylist. The world in which this film took place was Eyvind Earle's world.[184]

Walt's feelings about Eyvind's world were conflicted, however. On the one side Walt, according to his colleague Floyd Norman,

saw himself as "a real painter and Eyvind as just an illustrator, not much of an artist," and yet Walt engaged a rivalry with Earle. He believed that Earle had respect for his talent. Walt was also tickled by the challenge of imitating Eyvind's style and often "joked that he painted Eyvind Earle better than Eyvind Earle."[185] This probably explains why, in later years, he discussed freely and with a certain pleasure the two projects he had tackled in collaboration with Eyvind: *Sleeping Beauty* and the short *Paul Bunyan*.

Walt started working on *Sleeping Beauty* around the end of 1955, but the movie wasn't released until 1959, an unusually long production time even for a Disney film. Walt, however, did not have time to get bored. The delays in the production of *Sleeping Beauty* were in large part due to Walt Disney not being able to focus on the movie as he had with previous animated productions. He had to divide his attention between an incalculable number of new projects: from live-action movies to TV shows to the building of Disneyland. Walt Peregoy, like most of his colleagues, was sucked into this vortex of activity and enjoyed it.

About a year after Disneyland opened, probably in the Spring of 1956, Walt was asked to work on the park for a little while:

> They sent me down with other artists to do portraits on Main Street. There were three or four of us and they had storyboards up next to where we sat with our work on them. Then Frank [Armitage worked on Storybook Land] and I did the [miniature] castle and that Lilliput line where they go through the mouth of the whale: you go around through this line and you come up to this castle. Frank designed it and I painted it. I was always the one that did the color and painted it.[186]

Walt enjoyed the variety of the work he was able to tackle at the studio, and in later years he would confide, "I consider it a privilege to have worked for the Disney studio." The tremendous expansion of the studio lot itself, linked to all the new projects, provided one additional side benefit to Walt, as explained by his colleague Iwao Takamoto:

> The nonstop building that was going on turned out to be a benefit for some of us on staff, including . . . Walt Peregoy. Walt was a fine art painter who seemed to be compulsive about art: he simply could not stop painting or drawing. But not being blessed with huge funds, he could not afford expensive art store canvasses or pads, so he would use anything he found as a handy substitute. If you were visiting him, you dared not put anything down in front of him, because he would see blank space and immediately start drawing on it. All of the scrap lumber and boards that were left as trash from the construction was a godsend to Peregoy, who would gather it all up and use them to paint on. If a paint crew happened to leave a can of white paint or whitewash laying around, Walt would grab it up and use it in place of gesso.[187]

Takamoto's statement about Walt Peregoy being "compulsive about art" was far from an understatement. Another one of his

ABOVE AND OPPOSITE: Concepts for *One Hundred and One Dalmatians*.

colleagues, artist Rolly Crump, who worked with Walt in the mid-'50s recalled:

> Peregoy used to get up at four in the morning and work on his paintings. [When] he came home . . . he'd go work on them again. I remember at four o'clock in the morning he's working on his paintings and he's working on the sink. All of his art was done in the kitchen on the sink. I guess it was close to the spigot. [Also,] he got a horse and he used to like to get up really early in the morning . . . and go over to the stables where his horse was and he'd ride the horse bareback. He used to tell me, "You can't believe what it's like, Rolly, being out there at four o'clock in the morning on my horse. We have a relationship that is incredible." That was Walt: he was just a little nuts on the edges. But no more than the rest of us.[188]

THE MODERNIST

In the late '50s, the larger than life Peregoy was finally given the opportunity he had been looking for since joining the studio: he was asked to handle the background styling for *One Hundred and One Dalmatians*.

> I wasn't chosen first to do the film. [My colleague] Tony Rizzo was . . . Tony came to me one morning across the hall from [art director] Ken Anderson's room in one of the back rooms. He came to me and said, "Walt, you're going to have to change your desk, because the telephone's on this desk. I'm going to be the stylist for *One Hundred and One Dalmatians* and I'll need the phone." My reaction was, "That's all right, I'll be over by the windows. That's fine with me and if I have to use the phone I'll come over here." The next morning, Tony said, "Walt, you're going to be the background stylist on *One Hundred and One Dalmatians*. Ken told me this morning. Not me." . . . The reason I was chosen by Ken Anderson is that if he put me as color stylist, he knew I'd create something [original], not just another Disney background. He knew it would be me. And that's how I got to style *One Hundred and One Dalmatians*. What was I trying to do in *Dalmatians*? I was being me![189]

Being himself, to Walt Peregoy, meant pushing the artistic boundaries, moving away from Disney's traditional realism, even more so than Eyvind Earle before him. It meant being able to give free rein to his artistic training, influences, and instincts. And more than anything else it meant being able to put to full use his stunning sense of color. Walt Peregoy's sense of color was unparalleled at the Disney studio. His backgrounds were a visual feast and his most progressive colleagues like Ken Anderson and Rolly Crump loved them. But Walt Disney did not share their enthusiasm and ultimately disliked the modernistic look and feel of the movie.

OPPOSITE: Concept painting for *One Hundred and One Dalmatians*.

ABOVE: Walt Peregoy working on *The Sword in the Stone*.

Peregoy's iconoclastic and impeccable feel for color was in evidence on his next project, as well—the short *The Saga of Windwagon Smith*. Floyd Norman, who also worked on the stylized cartoon, remembered:

> Peregoy had painted something where he had red on top of red and the director said, "You can't have red on red!" Peregoy said, "If you know how to use color, you can." He proved it by painting red over red and it all came out working. Peregoy said he had a great sense of color and he could make any combination of colors work and that anybody could do it if they knew how to use color.[190]

Walt Peregoy was still in charge of background and color styling on the next animated feature, *The Sword in the Stone*, but he was slowly losing the creative control that he had had on *One Hundred and One Dalmatians*. Floyd Norman explained:

> I would go upstairs to the second floor and Walt Peregoy had an office at the very rear of 2-F . . . He'd be in there painting the backgrounds by himself. He did this for easily a year, painting sequence by sequence . . . I said, "Walt, you're literally going to paint every background in this feature film, aren't you?" . . . I think what happened on *The Sword in the Stone*, after Peregoy had been so criticized by Walt Disney for *One Hundred and One Dalmatians*, I think Walt purposely toned down his styling on *The Sword in the Stone*. In other words, he didn't want to attract the old man's attention. He didn't want to get any more heat from Walt Disney, so he began to paint in a more conservative style.[191]

Walt himself added in 2007:

> When I went on to style *The Sword in the Stone*, Walt [Disney] did have something to say about the changing of style in the sense that he had [the director of the movie] Woolie Reitherman who was becoming more authoritarian and had more to say about what the style would be. There ceased to be a stylist after *The Sword in the Stone*. I styled *The Sword in the Stone* but as the film progressed, it started to drift backwards, back to what is now known as the classic Disney background style. I feel good about it, but it wasn't the film, background-wise, that *One Hundred and One Dalmatians* was.[192]

ADRIFT

The writing was on the wall. Still, Walt Peregoy was assigned to paint backgrounds for *Mary Poppins* and to style the backgrounds for *The Jungle Book*. Once again Walt tried to take the design of the later movie in his own very personal direction, far from the realism of veteran background painters Al Dempster or Ralph Hulett. And once again Walt Disney and Woolie Reitherman disliked the results.

The various other projects that Walt was developing for the studio in the '60s did not meet with any more enthusiasm. In 1960, he worked for a while on the ill-fated *Chanticleer*, adapted from the play by the French dramatist Edmond Rostand. He developed both a classical approach to the subject matter as well as a ballet adaptation. Walt's colleagues Ken Anderson and Marc Davis were also entranced by this project, but none of them managed to convince Walt Disney that the concept was worth moving to production.

By the mid-'60s, in addition to reviving *Chanticleer*, Walt Peregoy was also trying his hand at adaptations of *Don Quixote*; the stories of Ben Lucien Burman, *Catfish Bend*; and the tale of a mustang horse. When, in 1965, he presented all these ideas to his colleagues, the verdict of the studio was without appeal:

> I filled storyboards with *Chanticleer*, [*Catfish Bend*,] and also another one, mine, of *The Story of the Mustang* going from a prairie wild horse to underneath a British settler. I put them all up in the back of the room behind Ken Anderson. All the animators, all the art directors, they all came and they looked at them all and went out. The only comment I remember was from [executive] Harry Tytle. He just said, "Walt [Disney] will never make a picture about the horse." He didn't even mention the other two. Unbelievable amount of work! I mean, not just one but three different stories! And Tytle was right. But what he really wanted to say was, "Walt, you'll never make another film for Walt [Disney]."[193]

Walt Peregoy departed the Disney studio in January 1965.

> After . . . Disney, my first real key design job for background was with Ed Graham for *The Shooting of Dan McGroo*, which got an Academy nomination. It was a featurette . . . I was asked to style it, so I took the layouts and the characters, and this is unusual because today animators would be incensed to allow a background painter to style the inking of their characters . . . I started on *The Sword in the Stone* as painting with arbitrary color behind a Xerox drawing. With *The Shooting of Dan McGroo* it was very fluid to paint behind it.[194]

Walt was back in the game and for ten years went from freelancing stints to slightly more stable jobs in various cartoon studios involved with TV animation, including Fred Calvert Studios and Hanna-Barbera. In fact, for four years (1968–1971) he headed Hanna-Barbera's background department, styling such series as *The Perils of Penelope Pitstop*, *Three Musketeers*,

ABOVE: Story sketch for the abandoned project *Chanticleer*.

OPPOSITE: Character studies for the abandoned feature *Catfish Bend*. Courtesy: Joshua Benesh.

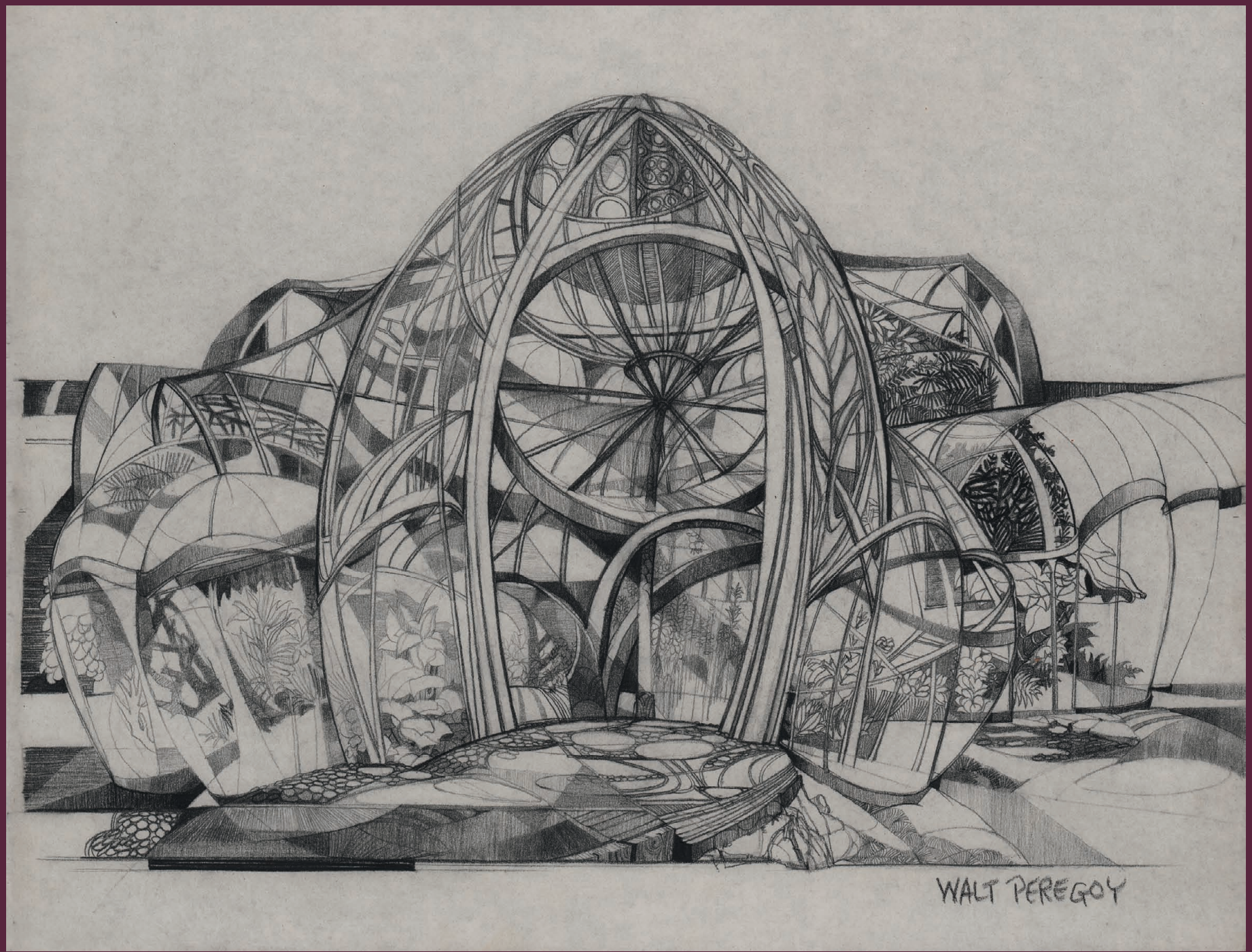
The New Adventures of Huck Finn, *Dastardly and Muttley in Their Flying Machines*, and many others.[195]

And then, in 1974, Walt received an unexpected phone call.

> Ken Anderson said, "Why don't you come to lunch? Woolie's going to be there." I said, "Okay," and went to the Coral Room [the executive restaurant at the Disney studio]. I sat down there with Woolie Reitherman and Ken Anderson. They said, "How'd you like to be Head of the Background Department?" So they hired me back as head of the Background Department, on *The Rescuers*. I had this director's room . . . a huge director's room, very prestigious . . . And over in the corner I was doing a sculpting of a swan vase. That's what I did most of the time when I was Head of Background.[196]

But, a decade after Walt Peregoy's last stint at the studio, the differences in stylistic approach between Reitherman and Walt were still very much alive. Background artist James Coleman remembered:

> Every film that [Walt Peregoy] worked on he wanted to be a work of art. And Woolie was not coming at it from that point of view. He was not thinking of *The Rescuers* as a "work of art . . ." [He wanted] what Walt Peregoy would have called the "moldy-fig, old, tired backgrounds." This is why at the end of the picture Al Dempster came out of retirement and worked on the end of it to pull it together. I don't think that [Woolie and Walt] got along . . . Walt was a very headstrong guy and so was Woolie Reitherman, of course. [Walt] was doing [the backgrounds] in his normal style, designing the light sources with strong diagonal lines that were not softened. Everything was very hard-edged and using the Xerox line to carry the rest of it, just like in *One Hundred and One Dalmatians*. And what I think Woolie was looking for was a softer look to the backgrounds so it was more like watercolor as opposed to the chopped up look that Walt Peregoy was doing. But it was hard for [Walt] not to think that way because that was how his mind worked.[197]


WALT PEREGOY

OPPOSITE, ABOVE, AND PAGE 188: Concept designs for three of the pavilions at EPCOT. Courtesy: Patty Ray.

The clash was unavoidable, and since Woolie was the director of the movie, he won the argument. Walt asked for his name not to be included in the movie's credits. He also knew that he no longer had a place at the studio. Hence his surprise when instead of being fired he received an unexpected proposal:

> I was surprised when [executive] Don Duckwall came and said, "We take care of our own. You're going over to EPCOT." Big surprise to me. All of a sudden the Disney studio is looking after me? They are sending me to Imagineering? Well, that's fine. That's how I got there.[198]

THE IMAGINEER

In 1977, the Imagineers were hard at work on EPCOT. One of the most iconoclastic among them, Rolly Crump, had worked with Walt Peregoy early in his career and loved Walt's art, so when he got a phone call from his boss Marty Sklar about the headstrong artist, his mind was made up right away:

> Marty Sklar called me in one day when I was working on EPCOT and I was doing the Life-Health pavilion. He said the studio just called over and said . . . "Can you use Walt Peregoy over there?" . . . I said, "Give him to me!" I knew that Peregoy had a very powerful style. It was a bold style and powerful. I loved his style, so I said sure. Being that I was in charge of Life-Health, I brought him over and there was one section in there called "The Great Midway of Life." I knew that I'd love to have Walt do background paintings for the Midway. He had a style for that . . . After [the Life-Health pavilion] got canceled, they moved me over to work on The Land pavilion, [and] I took [Walt] with me along with everybody else. On the ramp going up to go into the pavilion, I told Peregoy . . . "I want you to design the whole walkway in dimension with bricks and tile." He designed all the bricks and tile for that entire entrance and I think he felt it was one of the finest pieces of work he ever did. Then he designed the balloons inside and he did all the ceiling . . . the color patterns. I used him like we used Mary Blair on [the attraction] *it's a small world*. I used Peregoy as a stylist and it was just great. We had a good time together.[199]

Walt loved working as an Imagineer and, along with his color styling of *One Hundred and One Dalmatians*, felt it was one of the highlights of his career. Seeing his creations take form in three dimensions and on an unprecedented scale was a boost like no other to his artistic ego. He was deservedly proud of what he had designed for The Land and for the Journey Into Imagination pavilions:

I designed the entranceway into the "Images and Imagination" [*Journey Into Imagination*] ride and I did the four-seasons mural in The Land pavilion and the *Symphony of the Seed*. I did the 27-foot tall, 360-degree sky in The Land pavilion. And I designed the three solid balloons . . . that would go up and down with different foods. I designed the fountain below the balloons, but I didn't get my way on the fountain. Jim Sarno sculpted it. Beautiful. He told me he left because the fountain wasn't finished with the top the way I designed it. I intended that it [feature] all different foods not only sculpted but painted . . .

The two pavilions at EPCOT Center are very apparent. You can't go there without seeing them. And I have this delusion—they could take any piece out of the *Symphony of the Seed* [a showroom filled with plant sculpture and light elements from the original Listen to the Land attraction], very carefully lift it out and put it outdoors or indoors and, with colored lights, it could be a fantastic, contemporary piece of sculpture.[200]

In 1983, a few months after the opening of EPCOT Center, Walt Peregoy left Disney for the last time. He passed away on January 16, 2015. As could be expected, the last three decades of his life were spent painting. His style was loved by many, but his personality was so upsetting to some that he often struggled to put together exhibitions. Rolly Crump explained:

One of the biggest problems he had was he'd have art shows in galleries and pretty soon the gallery would throw him out because he would just start arguing with the gallery [owner]. He didn't like where they hung the paintings or something and then [his wife] Madeleine would step in and she wouldn't like it. So he never lasted very long. He had a garage full of paintings![201]

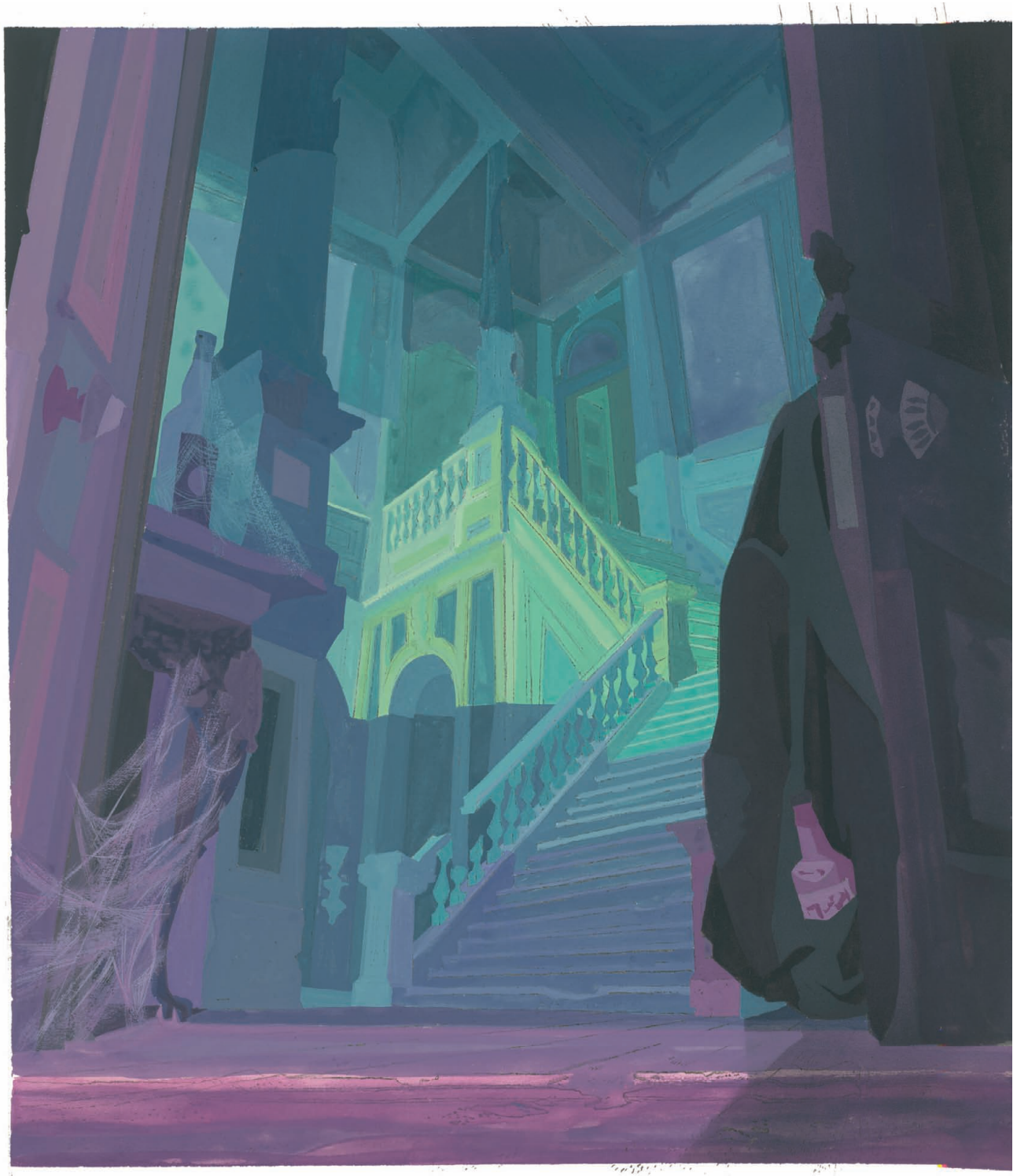
Immensely talented, obsessed by his art, and uncompromising, Walt was the romantic personification of The Artist. Or was he? In one of his autobiographical notes, discovered in his papers a few months after he passed away, he gave a critical clue and a fitting coda:

Call me a fool, but don't call me an artist. My work is far beyond this. It is in the realm of the impossible, an original creative individual who never learned to do what he is told.[202]

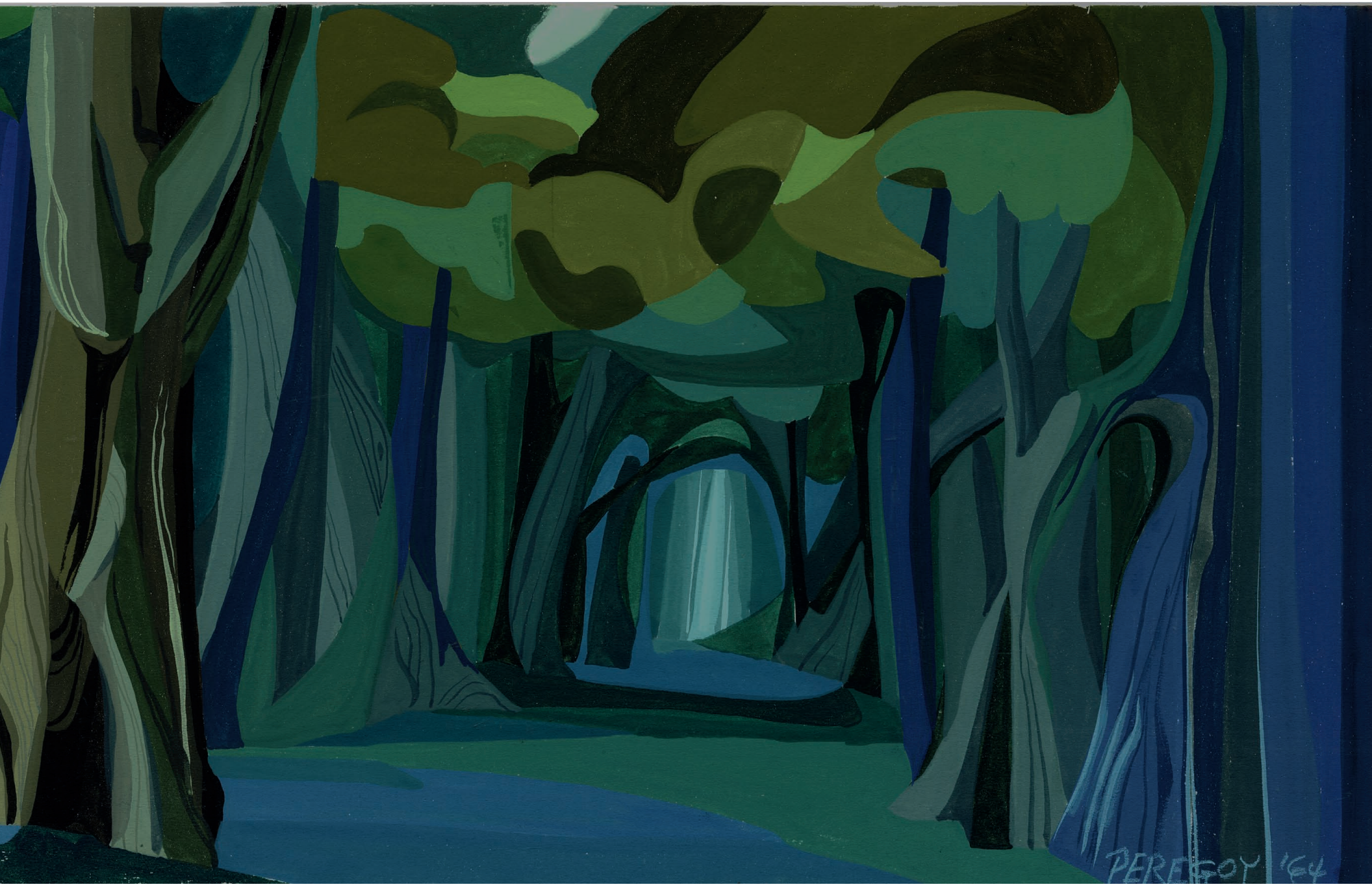
ABOVE: Concept painting for EPCOT Center's Chinese pavilion.

OPPOSITE: Preliminary background for *Paul Bunyan*.

ABOVE AND PAGES 192–194: Concept paintings for *One Hundred and One Dalmatians*.



ABOVE AND PAGES 196–197: Concept paintings for *The Sword in the Stone*. Courtesy: Wonderful World of Animation.

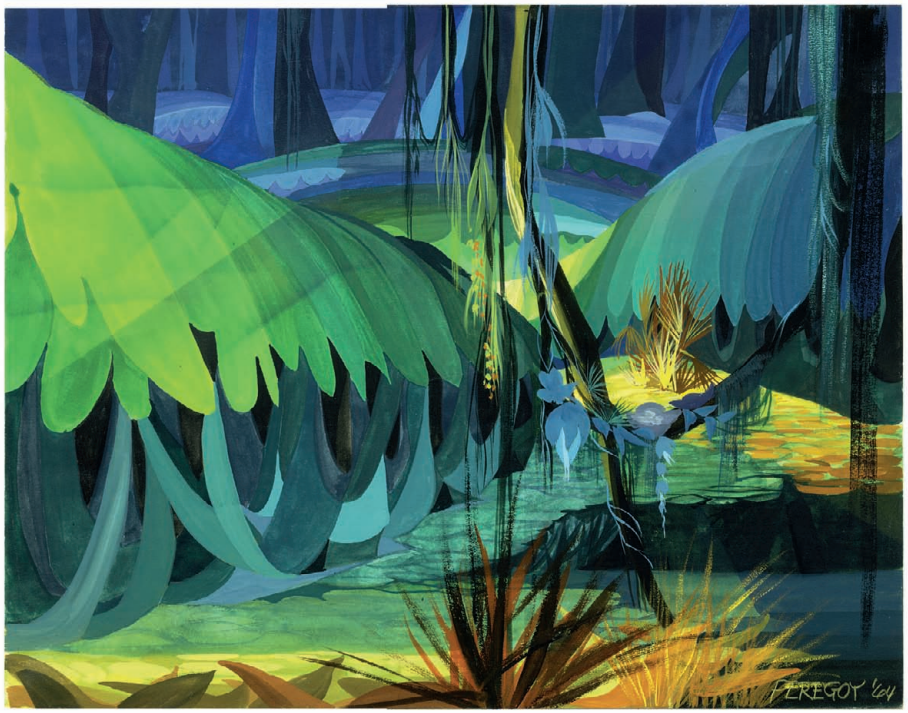

PEREGOY '64

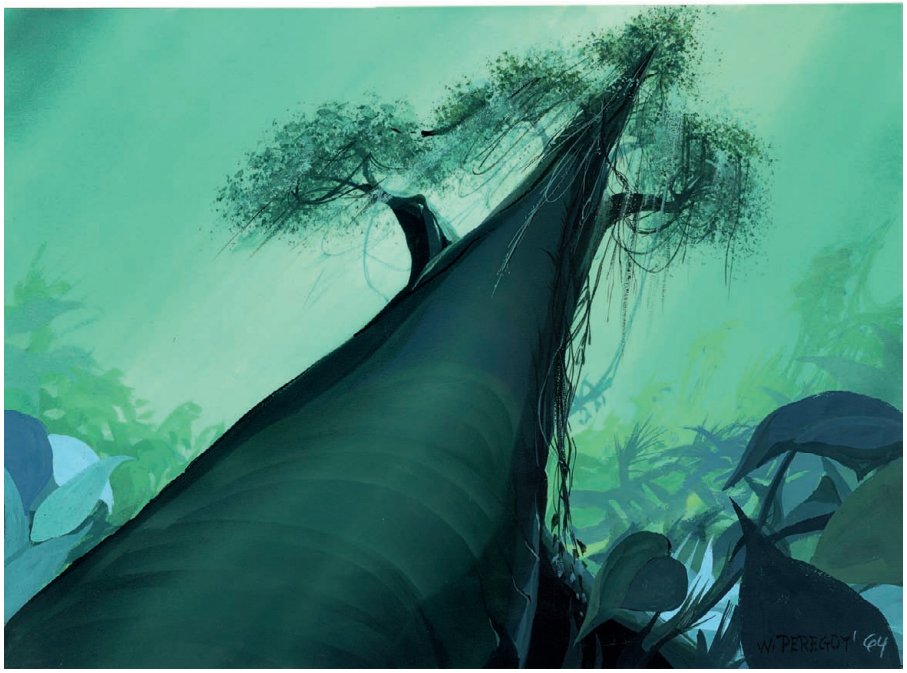
OPPOSITE AND ABOVE: Concept paintings for *The Jungle Book*.

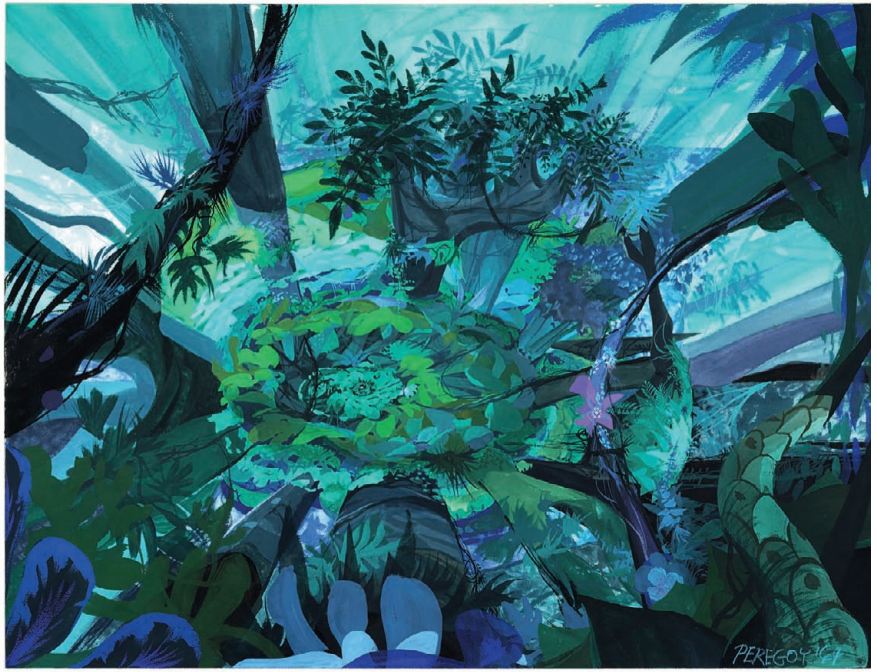
ABOVE AND PAGES 202–205: Concept paintings for *The Jungle Book*.

TOP: Courtesy: Heritage Auctions.

BOTTOM: Courtesy: Debbie Weiss.



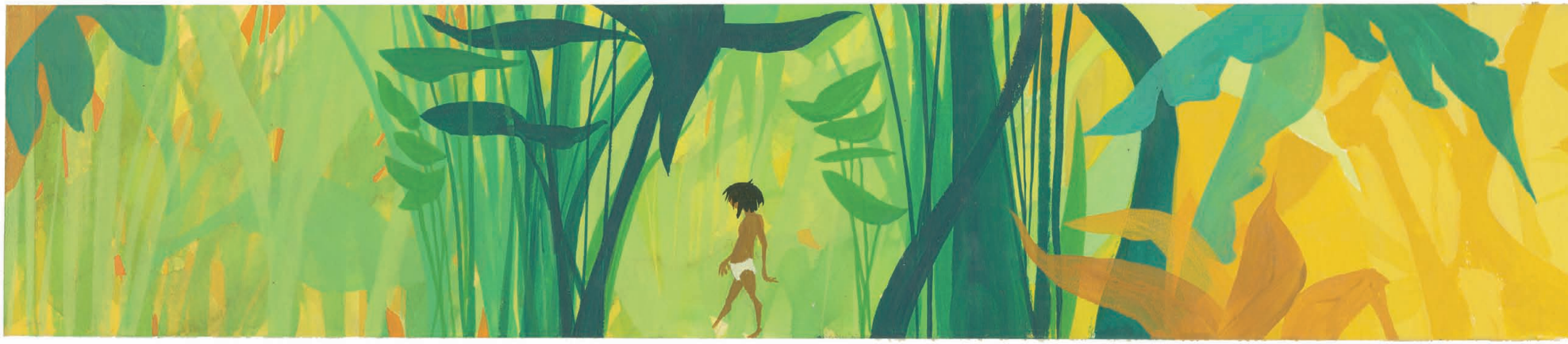




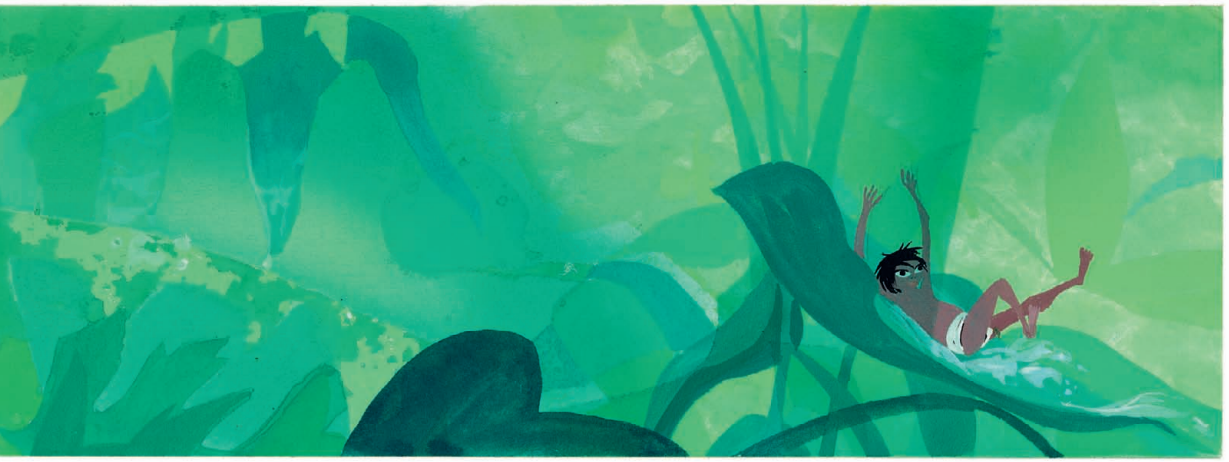
ABOVE RIGHT: Courtesy: Wonderful World of Animation.

ABOVE LEFT AND OPPOSITE: Courtesy: Debbie Weiss.

W. PEREGOY



ABOVE: Courtesy: Walt Disney Family Foundation.



OPPOSITE: Character study for the abandoned project *Chanticleer*.

ABOVE: Concept paintings for *Chanticleer*.

PEREGOY '60

PEREGOY '60

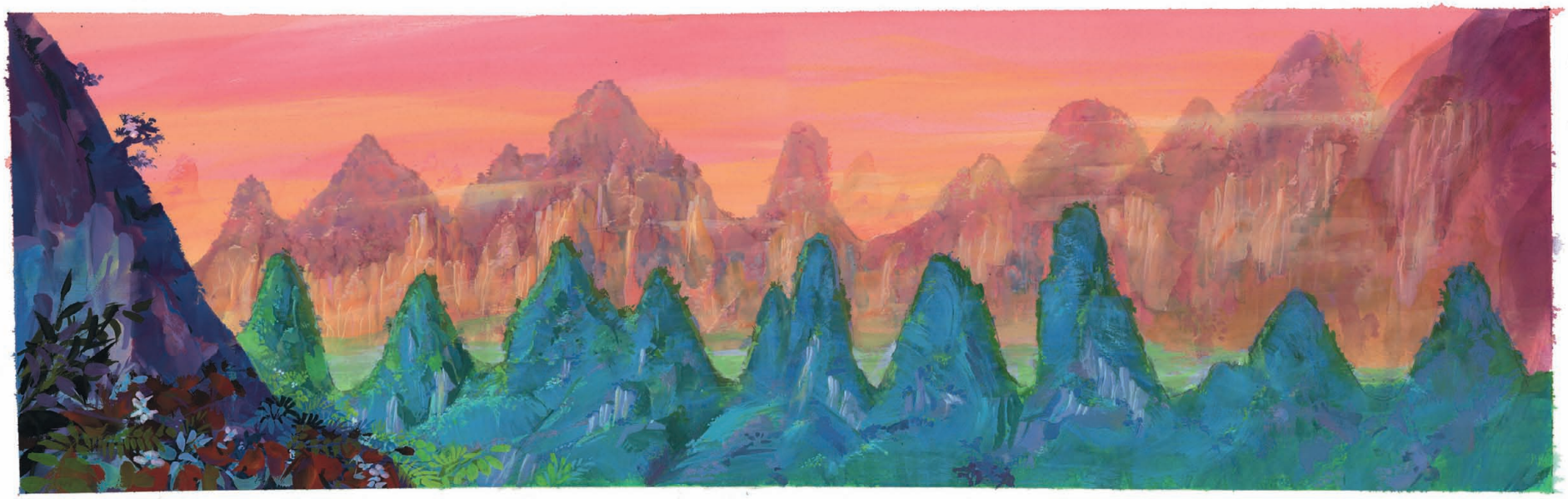
PEREGOY '60

PEREGOY '60

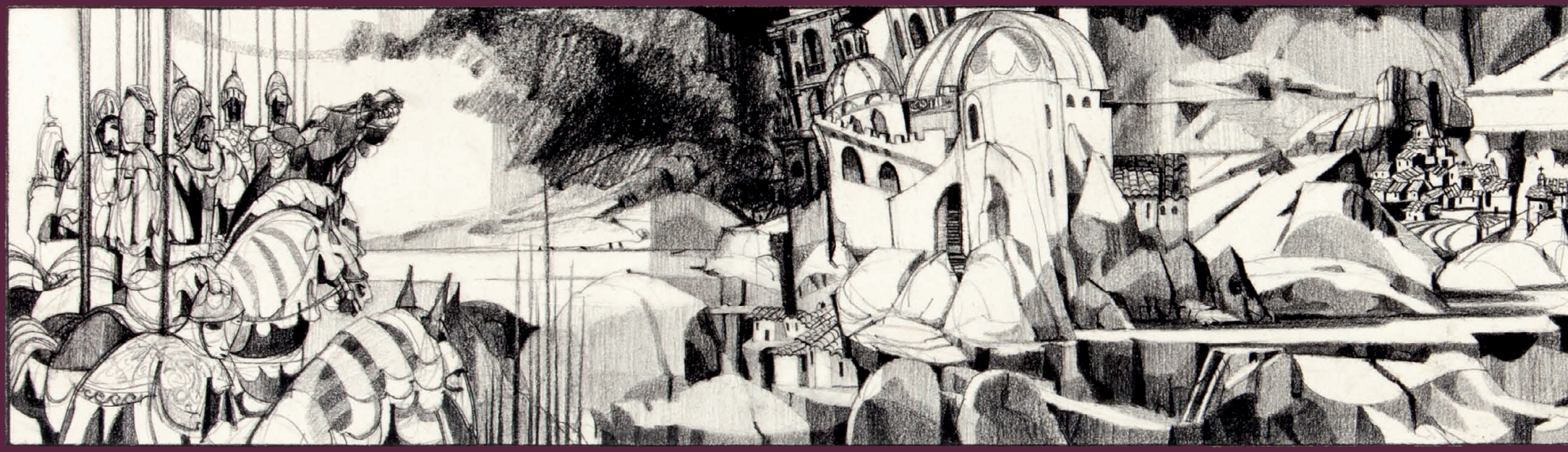
OPPOSITE, ABOVE, AND PAGE 210: Character studies for *Chanticleer* as a ballet. Courtesy: Heritage Auctions.

PEREGOY '60

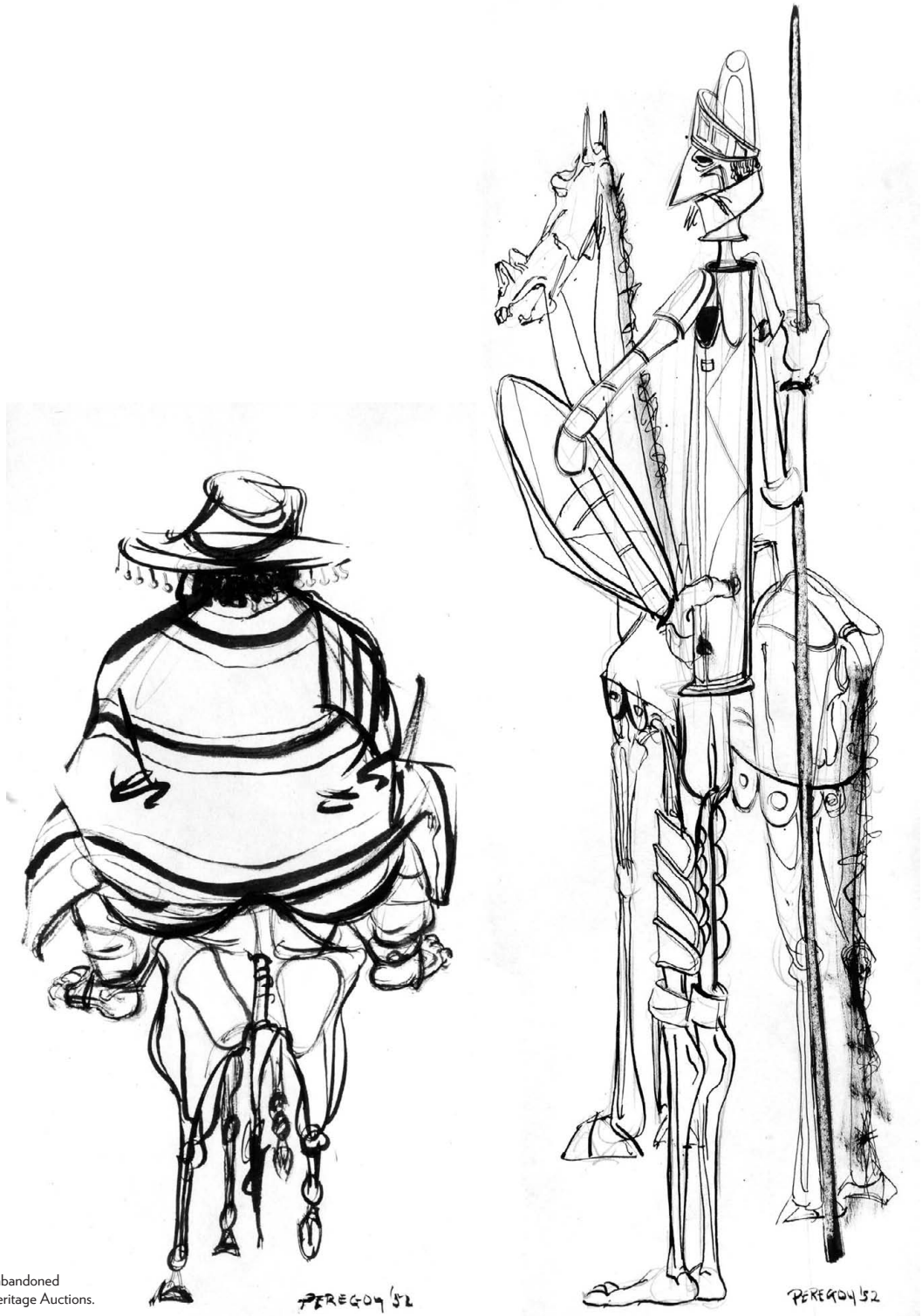
PEREGOY '60



ABOVE: Preliminary background for *The Jungle Book*. Courtesy: Patty Ray.



ABOVE: Concept drawing for the abandoned *Don Quixote* project. Courtesy: Heritage Auctions.



RIGHT: Character studies for the abandoned *Don Quixote* project. Courtesy: Heritage Auctions.

ABOVE AND PAGE 216: Concept pieces for the abandoned *Catfish Bend* project. Courtesy: Heritage Auctions.

WALT PEREGOY '78

ACKNOWLEDGMENTS

This fourth volume of They Drew as They Pleased, *like its predecessors, helped me answer many questions about Disney history that I had been asking myself for years. And in this specific case, by tackling the 1950s and 1960s, I was exploring an almost virgin field of investigation, which made things all the more exciting.*

As always, I owe a special debt of gratitude to my wife, Rita, who lived through my bouts of exhilaration, stress, and joy throughout the whole project and to my good friend and fellow Disney historian Joe Campana, who hosted me during my weeks of research in Los Angeles, scanned the John Dunn and Walt Peregoy collections, provided moral support, and helped in countless other ways. Lucas Seastrom also deserves special thanks for having spent a full day scanning the Mary Blair collection and Tom Oreb's *Sleeping Beauty* sketches.

As mentioned in the first volume of this series, good historians stand on the shoulders of their predecessors; this book would not exist without the groundbreaking efforts and the exhaustive research conducted by John Canemaker for his own book *Before the Animation Begins* and Amid Amidi for his seminal book *Cartoon Modern*.

The families of the artists discussed in this volume and some of their friends were key to locating some of the most fascinating treasure troves. This book would not be half of what it is without Maggie Richardson, who allowed me to get access to the Mary and Lee Blair collection, nor without Janis Starkman and Bill Dunn, daughter and son of John Dunn, and Julie Svendsen, Walt Peregoy's friend, who preserved his papers after he passed away.

As always, fellow Disney historians Robin Allan, Michael Barrier, Ross Care, Bill Cotter, Jim Hollifield, J. B. Kaufman, Hans Perk, and Todd James Pierce also contributed in significant ways to the different chapters of the book.

This art book relied heavily on the collections of the Walt Disney Animation Research Library, and its whole staff went the extra mile to unearth rare documents and other unseen treasures. Eric Boyd, Fox Carney, Doug Engalla, Ann Hansen, Tamara Khalaf, Jackie Vasquez, and Mary Walsh were some of the heroes of this venture.

No significant book about Disney history could be written without the critical help of the Walt Disney Archives. I can't thank its whole team enough for all their support. I tested their patience more than once and I am therefore especially grateful to Rebecca Cline and her team, especially Kevin Kern, who spent hours trying to locate obscure memos, and Ed Ovalle, who dug up rare correspondence between Walt and his artists; Michael Buckhoff from the Photo Library, who helped dig up rare photos of the Disney artists; and the always-smiling Maggie Evenson, who put up with my constant requests for photocopies.

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Finally, despite my best efforts, at the very last minute I made an unfortunate mistake while finalizing the layouts of the third volume of this book series. On page 59 of *The Hidden Art of Disney's Late Golden Age*, the coachman's assistant model sheet was drawn by Jack Miller, not Johnny Walbridge.

NOTES

[1] Victor Haboush, interviewed by Didier Ghez, July 3, 2007, in *Walt's People: Vol. 9*, Didier Ghez, ed. (Xlibris, 2010).

[2] Diary of Leo Salkin. Unpublished. Courtesy: Rosamaria Sbiroli.

[3] Walt Disney, interviewed by Pete Martin. WDA.

[4] Elma "Pem" Farnsworth interview, part 5 of 12, 17:25. Archive of American Television, http://www.emmytvlegends.org/interviews/people/elma-pem-farnsworth

[5] Ron Ramirez, "The History of Philco—Chapter 3: Leadership in Radio," https://web.archive.org/web/20160315215411/http://philcoradio.com/history/hist3.htm

[6] "A Professor Abroad. Europe's Tramping Men," *The West Australian*, January 11, 1934.

[7] Michael Barrier, *The Animated Man* (University of California Press, 2007).

[8] *Pittsburgh Gazette*, May 18, 1936.

[9] Memo from Ralph Parker to Walt Disney, August 24, 1943, Subject: Department of the Future—Television Division. WDA.

[10] Bill Cotter, *The Wonderful World of Disney Television, A Complete History.* Unpublished, uncut manuscript. Courtesy: Bill Cotter.

[11] A. H. Weiler, "By Way of Report," *New York Times*, October 14, 1945.

[12] Hurrell Productions Inc., Minutes of a special meeting of the Board of Directors, January 5, 1951. WDA. The board of directors included: George Hurrell, Phyllis Hurrell, Roy Disney, Gunther Lessing, and Paul Pease.

[13] Letter from Fred Leahy and Paul Pease to George Hurrell, May 6, 1951. WDA.

[14] Letter from Hurrell Productions to Paul Pease, December 3, 1951. WDA.

[15] Letter from Roy Disney to Phyllis Hurrell, Personal, January 31, 1952; memo from Paul Pease to Spencer Olin, October 31, 1952, Subject: Hurrell Productions; and letter from George Hurrell to Walt Disney, February 20, 1953. WDA.

[16] Photos from the Hurrell Estate. Courtesy: Lou D'Elia.

[17] Walt Disney Archives.

[18] Mark A. Vieira, *George Hurrell's Hollywood: Glamour Portraits 1925–1992* (Running Press, 2013).

[19] Walt Disney Archives.

[20] Vic Haboush, quoted in Amid Amidi, "Tom Oreb," *Animation Blast* #6, Spring 2001.

[21] Bill Cotter, *The Wonderful World of Disney Television, A Complete History* (Hyperion, 1997).

[22] Eric Larson, *50 Years in the Mouse House* (Theme Park Press, 2015).

[23] Preston Blair, interviewed by John Canemaker, December 27, 1994. Unpublished.

[24] Lee Blair, interviewed by Nancy Moure, April 13, 1991. Unpublished.

[25] Robert Perine, *Chouinard: An Art Vision Betrayed—The Story of the Chouinard Art Institute, 1921–1972* (Artra Pub, 1986); and John Canemaker, *The Art and Flair of Mary Blair* (Hyperion, 2003).

[26] Lee Blair, interviewed by Ross Care, undated. Unpublished.

[27] Lee Blair, interviewed by Nancy Moure, April 13, 1991. Unpublished.

[28] Lee and Preston Blair, interviewed by Michael Barrier, October 6, 1988. Unpublished.

[29] Letter from Lee Blair to Mary Blair, July 1, 1934. The John Canemaker Animation Collection at NYU.

[30] Letter from Lee Blair to Mary Blair, July 3, 1934. The John Canemaker Animation Collection at NYU.

[31] Mary and Lee Blair, interviewed by Michael Barrier and Milt Gray, October 25, 1976. Unpublished.

[32] Lee Blair, interviewed by Robin Allan, June 8, 1985, in *Walt's People: Vol. 3*, Didier Ghez, ed. (Theme Park Press, 2015).

[33] Lee Blair, interviewed by Robin Allan, June 8, 1985, in *Walt's People: Vol. 3*, Didier Ghez, ed. (Theme Park Press, 2015).

[34] Mary and Lee Blair, interviewed by Michael Barrier and Milt Gray, October 25, 1976. Unpublished. And email from J. B. Kaufman to the author, October 4, 2016.

[35] Letter from Lee Blair to Mary Blair, undated. The John Canemaker Animation Collection at NYU.

[36] Mary and Lee Blair, interviewed by Michael Barrier and Milt Gray, October 25, 1976. Unpublished.

[37] Lee Blair, interviewed by Nancy Moure, April 13, 1991. Unpublished.

[38] Mary and Lee Blair, interviewed by Michael Barrier and Milt Gray, October 25, 1976. Unpublished.

[39] Lee Blair, interviewed by Nancy Moure, April 13, 1991. Unpublished.

[40] Mary and Lee Blair, interviewed by Michael Barrier and Milt Gray, October 25, 1976; and Lee and Preston Blair, interviewed by Michael Barrier, October 6, 1988. Unpublished.

[41] Lee and Preston Blair, interviewed by Michael Barrier, October 6, 1988. Unpublished.

[42] Mary and Lee Blair, interviewed by Michael Barrier and Milt Gray, October 25, 1976. Unpublished.

[43] Lee and Preston Blair, interviewed by Michael Barrier and Milt Gray, October 6, 1988. Unpublished.

[44] Mary and Lee Blair, interviewed by Michael Barrier and Milt Gray, October 25, 1976; and Lee and Preston Blair, interviewed by Michael Barrier, October 6, 1988. Unpublished.

[45] Mary and Lee Blair, interviewed by Michael Barrier and Milt Gray, October 25, 1976. Unpublished.

[46] Mary and Lee Blair, interviewed by Michael Barrier and Milt Gray, October 25, 1976. Unpublished.

[47] *Report of Stories in Progress, Music Subjects*, ca. 1943, Ralph Parker folder, WD Correspondence, Inter Office, 1938–1944, N-Q. WDA.

[48] Mary and Lee Blair, interviewed by Michael Barrier and Milt Gray, October 25, 1976. Unpublished.

[49] Story Meeting Notes, #1486, "Aquarela do Brasil," December 7, 1941 and January 5, 1942. WDA.

[50] Lee Blair, interviewed by Nancy Moure, November 21, 1991. Unpublished.

[51] Letter from Walt Disney to Lee Blair, December 4, 1945. The John Canemaker Animation Collection at NYU.

[52] Probably Chester Cobb who worked for the Disney studio from 1936 to 1945, as an animator on *Beach Picnic*, *How to Ride a Horse*, *The Art of Skiing*, and *How to Fish*, and as a layout artist at the end of his career at the studio.

[53] Lee Blair, interviewed by Robin Allan, June 8, 1985, in *Walt's People: Vol. 3*, Didier Ghez, ed. (Theme Park Press, 2015).

[54] Parker Lau, "Lee Everett Blair," Sullivan Goss website: http://www.sullivangoss.com/lee_Blair/#Biography.

[55] Joe Grant, interviewed by John Canemaker, January 7, 1994; September 6, 1994; November 11, 1994; January 7, 1995; July 24, 1995; and April 11, 2003; in *Walt's People: Vol. 14*, Didier Ghez, ed. (Theme Park Press, 2013).

[56] Undated autobiography. The John Canemaker Animation Collection at NYU.

[57] Lee and Mary Blair, interviewed by Michael Barrier, October 25, 1976. Unpublished.

[58] Mary Blair, interviewed by *Mademoiselle Magazine*, "Your Future in the Arts in Hollywood," undated. Unpublished. WDA. According to a memo dated July 20, 1944, from Norman Ferguson to Walt Disney, in 1944, Hugh Harman was asked by 20th Century Fox to create a dream sequence for the movie *Diamond Horseshoe*, using a combination of live action and animation, and 20th Century Fox had tried to convince Mary to work on the project, to no avail. The sequence never made it to the screen.

[59] *Dumbo*: Arthur Millier, "Our Artists in Person, No. 43: Lee & Mary Blair" in *Los Angeles Times*, August 2, 1942. *Lady*: Joe Grant, interviewed by John Canemaker, January 7, 1994; September 6, 1994; November 11, 1994; January 7, 1995; July 24, 1995; and April 11, 2003, in *Walt's People: Vol. 14*, Didier Ghez, ed. (Theme Park Press, 2013).

[60] Charles Solomon, *The Disney That Never Was* (Hyperion, 1995).

[61] Mary Blair, interviewed by *Mademoiselle Magazine*, "Your Future in the Arts in Hollywood," undated. Unpublished. WDA.

[62] Lee Blair, interviewed by Nancy Moure, November 21, 1991. Unpublished. The John Canemaker Animation Collection at NYU.

[63] Lee Blair, interviewed by Nancy Moure, November 21, 1991. Unpublished. The John Canemaker Animation Collection at NYU.

[64] Lee and Mary Blair, interviewed by Ross Care, February 18, 1977. Unpublished. The John Canemaker Animation Collection at NYU.

[65] J. B. Kaufman, *South of the Border with Disney: Walt Disney and the Good Neighbor Program 1941–1948* (Disney Editions, 2009).

[66] Mary Blair, interviewed by *Mademoiselle Magazine*, "Your Future in the Arts in Hollywood," undated. Unpublished. WDA.

[67] J. B. Kaufman, *South of the Border with Disney: Walt Disney and the Good Neighbor Program 1941–1948* (Disney Editions, 2009); and memo from Norman Ferguson to Walt Disney, April 10, 1942, Subject: South American Prod. WDA.

[68] J. B. Kaufman, *South of the Border with Disney: Walt Disney and the Good Neighbor Program 1941–1948* (Disney Editions, 2009).

[69] Frank Thomas and Ollie Johnston, interviewed by Michael Barrier, July 13, 1987, in *Walt's People: Vol. 17*, Didier Ghez, ed. (Theme Park Press, 2015).

[70] Lee and Mary Blair, interviewed by Ross Care, February 18, 1977. Unpublished. The John Canemaker Animation Collection at NYU.

[71] Eric Larson, interviewed by Robin Allan, June 19, 1985, in *Walt's People: Vol. 2*, Didier Ghez, ed. (Theme Park Press, 2015).

[72] "Disney Finds U.S.-Mexico Bond Strong" in *Los Angeles Examiner*, December 24, 1942; and memo from Norman Ferguson to Walt Disney, February 15, 1943, Subject: Report on Latin American Pictures. WDA.

[73] Lee and Mary Blair, interviewed by Ross Care, February 18, 1977. Unpublished. The John Canemaker Animation Collection at NYU.

[74] Letter from Mary Blair to Walt Disney, April 8, 1943. WDA.

[75] J. B. Kaufman, *South of the Border with Disney: Walt Disney and the Good Neighbor Program 1941–1948* (Disney Editions, 2009).

[76] Memo from Hal Adelquist to Harry Tytle, November 30, 1945, Subject: "Carnival." WDA.

[77] Email from Kevin Kern to the author, June 28, 2016. According to a memo dated February 9, 1945, from Norman Ferguson to Walt Disney, we also know that Mary Blair was asked to design some costumes for the proposed Ethel Smith sequence.

[78] J. B. Kaufman, *South of the Border with Disney: Walt Disney and the Good Neighbor Program 1941–1948* (Disney Editions, 2009).

[79] Celestine Sibley, "Kurtzes to Advise on Uncle Remus Film," *Atlanta Constitution*, October 4, 1944. The John Canemaker Animation Collection at NYU. And *Atlanta Constitution*, October 15, 1944. Courtesy: Michael Barrier.

[80] Frank Thompson, "Animating the South," *Southline*, November 12, 1986.

[81] Letter from Mary Blair to Walt Disney, April 20, 1945. WDA.

[82] John Canemaker, *Magic Color Flair: The World of Mary Blair* (Walt Disney Family Foundation Press, 2014). In the mid-1940s the Disney studio, in addition to *So Dear to My Heart* and *The Little People*, was working on at least three other features that would have combined live action and animation: *The Woodcutter's House* based on the book by Robert Nathan, *The Emperor and the Nightingale* inspired by the life of Hans Christian Andersen, and *Treasure Island*, which, according to a rough draft dated March 4, 1948, was initially envisioned as including an animated sequence about the adventures of Reynard the Fox.

[83] Letter from Jack Cutting to Walt Disney, March 25, 1946. WDA.

[84] John Canemaker, *Magic Color Flair: The World of Mary Blair* (Walt Disney Family Foundation Press, 2014).

[85] Ben Sharpsteen, interviewed by Don Peri, April 26, 1974. Unpublished. Courtesy: Don Peri.

[86] Ken Anderson, interviewed by John Culhane, May 1982, in *Walt's People: Vol. 17*, Didier Ghez, ed. (Theme Park Press, 2015).

[87] Letter from Wilfred Jackson to Ross Care, January 1977, in Ross Care, *Disney Legend Wilfred Jackson—A Life in Animation* (Theme Park Press, 2016).

[88] Marc Davis, interviewed by John Province, 1991 and 1992, in *Walt's People: Vol. 1*, Didier Ghez, ed. (Theme Park Press, 2014).

[89] Vic Haboush, interviewed by Didier Ghez, July 3, 2007, in *Walt's People: Vol. 9*, Didier Ghez, ed. (Xlibris, 2009).

[90] While the exact date of Oreb's return to the Disney studio is unclear, he was back by January 29, 1936, at which date, along with his colleague Dick Huemer, he suggested an idea for a short to be titled *Water Carnival*, which would have featured, Mickey, Donald, Horace, Clarabelle, and their friends at the beach. *Stories in Idea Files*, December 11, 1939. Courtesy: Bruce Reitherman.

[91] Amid Amidi, "Tom Oreb," *Animation Blast* #6, Spring 2001.

[92] Ward Kimball diaries. Courtesy: John and Virginia Kimball.

[93] "Ward Kimball Remembers Walt Kelly—Interview by Thomas Andrae and Geoffrey Blum," in Thomas Andrae and Carsten Laqua, *Walt Kelly—The Life and Art of the Creator of Pogo* (Hermes Press, 2012).

[94] Ward Kimball diaries. Courtesy: John and Virginia Kimball.

[95] Ward Kimball diaries. Courtesy: John and Virginia Kimball.

[96] Hank Ketcham, *The Merchant of Dennis the Menace* (Fantagraphics Books, 2005).

[97] Ward Kimball diaries. Courtesy: John and Virginia Kimball.

[98] Ward Kimball diaries, October 7, 1943. Courtesy: John and Virginia Kimball. In his diary, director Wilfred Jackson notes that in November 1943 Tom Oreb was creating story sketches for *Wind in the Willows*, which suggests that by that date Oreb may already have joined the Story Department.

[99] Jack Kinney, interviewed by Michael Barrier and Milton Gray, November 3, 1976, in *Walt's People: Vol. 19*, Didier Ghez, ed. (Theme Park Press, 2017); and Jack Kinney, interviewed in 1984 by unknown interviewer, in *Walt's People: Vol. 16*, Didier Ghez, ed. (Theme Park Press, 2015).

[100] *Fun and Fancy Free*: movie credits; *Wind in the Willows*: memo from Hal Adelquist to Walt Disney, March 6, 1946, Subject: Daily Report, WDA; *Peter Pan*: memo dated June 26, 1946, titled *Work in Production*, WDA.

[101] Amid Amidi, "Tom Oreb," *Animation Blast* #6, Spring 2001.

[102] Memo from Hal Adelquist, *Story Inventory Report—Walt Disney Productions*, May 28, 1947. Courtesy: Michael Barrier.

[103] *Cinderella*, Story Meeting Notes, Story #1020 (Singing Instructions), March 3, 1948. WDA.

[104] Ward Kimball diaries, September 14, 1948. Courtesy: John and Virginia Kimball.

[105] Amid Amidi, "Tom Oreb," *Animation Blast* #6, Spring 2001.

[106] T. Hee, interviewed by Herb Perry, April 6, 1940, WDA; and The Story of Music, suggested by T. Hee, *Future Fantasias*, 1940, by Bob Carr, collection of the author.

[107] *Who Likes What*, memo from Ralph Parker to Walt Disney, June 18, 1943, WDA; Wilfred Jackson Journal, collection of the author; Dick Huemer, *Adventures in Music—"The Instruments"* or *"That's Where the Music Comes From"* or *"A Toot and a Whistle,"* January 31, 1952, WDA.

[108] Ward Kimball, quoted in Amid Amidi, "Tom Oreb," *Animation Blast* #6, Spring 2001.

[109] Vic Haboush, quoted in Amid Amidi, "Tom Oreb," *Animation Blast* #6, Spring 2001.

[110] Eyvind Earle, *Horizon Bound on a Bicycle* (Earle and Bane, 1990).

[111] Memo from Ken Peterson to Walt Disney, July 31, 1954, Subject: Casting. WDA.

[112] Walt Disney Archives.

[113] Memo from Ken Peterson to Walt Disney, February 18, 1955, Subject: Casting. WDA.

[114] *Report of Stories in Progress, Shorts*, ca. 1943, Ralph Parker folder, WD Correspondence Inter Office, 1938–1944, N-Q. WDA.

[115] *The History of Transportation—A Preliminary Story Investigation* by Winston Hibler, July 5, 1945. WDA.

[116] Memos from Production Control to Those Concerned, October 26, 1954, and September 7, 1955, Subject: Change in Title; and memo from Harry Tytle to Sid Batson / Mary Flanigan, February 2, 1956, Subject: Change Short Subject Title 2478. WDA.

[117] Memos from Harry Tytle to Walt Disney, February 17 and February 26, 1955, Subject: Progress Report. WDA.

[118] Memo from Ken Peterson to Walt Disney, March 5, 1955, Subject: Casting. WDA.

[119] Biographical records, WDA.

[120] Amid Amidi, "Tom Oreb," *Animation Blast* #6, Spring 2001.

[121] Biographical records, WDA.

[122] For the development of the short as early as 1946, see for example, *Paul Bunyan*, Story Meeting—#1109, November 5, 1946. Courtesy: Jim Hollifield.

[123] Memo from Ken Peterson to Walt, April 13, 1956, Subject: "Casting Report." WDA.

[124] Vic Haboush, interviewed by Didier Ghez, July 3, 2007, in *Walt's People: Vol. 9*, Didier Ghez, ed. (Xlibris, 2009).

[125] A memo from Ken Peterson to Walt Disney dated October 25, 1957, reads: "Tom Oreb is now completing some styling work on the *Sleeping Beauty* book. We have talked to him about *Goliath* as his next assignment."

[126] Memo from Ken Peterson to Walt Disney, August 25, 1959, Subject: Casting. WDA.

[127] Suggested treatment for "Baron Munchausen" by Bill Berg and Milt Banta and undated memo regarding the *Baron Von Munchausen* project. *Baron Von Munchausen* file at the ARL.

[128] Ward Kimball, quoted in Amid Amidi, "Tom Oreb," *Animation Blast* #6, Spring 2001.

[129] Vic Haboush, interviewed by Didier Ghez, July 3, 2007, in *Walt's People: Vol. 9*, Didier Ghez, ed. (Xlibris, 2009); and Vic Haboush, quoted in Amid Amidi, "Tom Oreb," *Animation Blast* #6, Spring 2001.

[130] Eyvind Earle, *Horizon Bound on a Bicycle* (Earle and Bane, 1990).

[131] According to an email from Disney archivist Kevin Kern (May 3, 2017) the *Baron Von Munchausen* project was active from December 22, 1958, to December 21, 1959. The story crew included Bill Berg, Milt Banta, and Lance Nolley, and the project was first assigned to director Ham Luske before being transferred to Woolie Reitherman. A music test was even recorded for this title with a demo record being cut on November 11, 1959, at 10 A.M., on Stage A. Bill Days (of the singing group The Sporstmen) recorded.

[132] Amid Amidi, "Tom Oreb," *Animation Blast* #6, Spring 2001.

[133] Didier Ghez, *Disney's Grand Tour* (Theme Park Press, 2013).

[134] Vic Haboush, interviewed by Didier Ghez, July 3, 2007, in *Walt's People: Vol. 9*, Didier Ghez, ed. (Xlibris, 2010).

[135] Amid Amidi, "John Dunn," *Animation Blast* #9, 2006.

[136] Joe Hale, interviewed by Didier Ghez, December 10, 2016. Unpublished.

[137] "Dunn Cartoon Gives Tips to Many Soldiers," *Oroville Mercury-Register*, December 23, 1943.

[138] Amid Amidi, "John Dunn," *Animation Blast* #9, 2006.

[139] Joe Hale, interviewed by Didier Ghez, December 10, 2016. Unpublished.

[140] Memo from Ken Peterson to Walt Disney, April 5, 1954, Subject: Casting. WDA.

[141] Memo from Bill Cottrell to Walt Disney, October 1, 1953. WDA.

[142] Eyvind Earle, interviewed by Michael Barrier, May 30, 1983. Unpublished. Courtesy: Michael Barrier.

[143] Harry Tytle, *One of Walt's Boys* (ASAP Publishing, 1997).

[144] Notes on TV Meeting, March 19, 1954. WDA.

[145] The atomic energy project had been in the back of Walt's mind since 1949 at least. On May 4, 1949, an article by Hedda Hopper titled "Looking at Hollywood," released in the *Portland Press Herald*, read: "Walt Disney . . . is coming of age—the atomic age that is. I've heard that he is seriously contemplating doing a film on nuclear fission for his True-Life Adventures series. His primary interest is to show what the atom means for the future of humanity, but he will go into its destructive powers as far as security measures will permit. Top physicists are already being consulted for technical advice. Walt's chief problem now is financing the project. Since the film, involving tremendous research and much cartoon animation, will cost a small fortune, he may need the aid of some foundation to help pay for it."

[146] Hal Adelquist to Walt Disney, March 29, 1954, Subject: TV Report. WDA.

[147] Jack Kinney and Jane Kinney, interviewed by Michael Barrier and Milton Gray, November 3, 1976, in *Walt's People: Vol. 19*, Didier Ghez, ed. (Theme Park Press, 2017).

[148] Memo from Hal Adelquist to Walt Disney, April 2, 1954, Subject: Television Report. WDA. In the same report, Hal wrote about *From Adam to Atom*: "You are familiar with Ward's work on 'Perpetual Motion' also Sven's [Julius Svendsen's]'Solar Energy.' Again the enthusiasm on this subject by people who have seen what Ward and Sven are doing is terrific."

[149] Bill Bosché, interviewed by Dave Smith, September 22, 1977, in *Walt's People: Vol. 12*, Didier Ghez, ed. (Xlibris, 2012).

[150] Memo from Hal Adelquist to Walt Disney, April 26, 1954. Subject: Television Report. WDA.

[151] Television Meeting, April 27, 1954. WDA.

[152] Jack Kinney, *Walt Disney and Other Assorted Characters* (Harmony Books, 1988).

[153] Contemplated T.V. shows, May 10, 1954. WDA. Like *The History of Transportation*, by 1954 *The History of Communication* was not a new project. It was already mentioned as being in development in a memo from Hal Adelquist to Roy Disney, May 28, 1947, titled *Story Inventory Cost Recap as of 5-17-47*. Courtesy: Michael Barrier.

[154] Story Meeting Notes about *Man in Space*, May 14, 1954; and *World of Tomorrow* Television Meeting, May 18, 1954. WDA.

[155] Memo from Woolie Reitherman to Jack Kinney, June 10, 1954. "Trip Report on a flight in a Twin Beech in San Francisco with Donald Houghton of C.A.A. and on a trip to Hiller Helicopter Co., Palo Alto." WDA.

[156] Memo from Hal Adelquist to Walt Disney, August 5, 1954, Subject: *Man in Flight*. WDA.

[157] *Man in Flight* aired on March 6, 1957. Jack Kinney left Disney on September 13, 1957.

[158] *World of Tomorrow* Television Meeting, May 18, 1954. WDA.

[159] Memo from Charles Shows to Hal Adelquist and Ward Kimball, August 5, 1954, Subject: *The Atomic Age*. WDA.

[160] Memo from Ken Peterson to Walt Disney, November 12, 1954. Subject: Casting. WDA. By that date Charles Shows had been teamed up with Milt Banta to develop the story.

[161] Drawings by John Dunn for *Conquest of the Weather*, courtesy Bill Dunn; *Numerical List of Walt Disney Productions*, WDA; and Bill Cotter, *The Wonderful World of Disney Television, A Complete History*, "Appendix N: The Shows That Never Were," unpublished, courtesy: Bill Cotter.

[162] Memo from Harry Tytle to Walt Disney, February 13, 1957, Subject: Progress Report. WDA.

[163] Ward Kimball, interviewed by Dave Smith, September 28, 1977, in *Walt's People: Vol. 11*, Didier Ghez, ed. (Xlibris, 2011).

[164] Memo from Harry Tytle to Walt Disney, August 21, 1957, Subject: Story. WDA.

[165] Gordon Legg, interviewed by Milton Gray, March 13, 1976. Unpublished. Courtesy: Michael Barrier.

[166] Drawings from *Donald and the Wheel*. Courtesy: Bill Dunn.

[167] The Whale That Sang at the Met—Rough Treatment, July 25, 1958. WDA.

[168] The Whale That Sang at the Met—Story meeting notes, October 29, 1958. WDA. Joe Hale interviewed by Didier Ghez, December 10, 2016, unpublished; and Properties Not In Work, June 26, 1946; WDA.

[169] The Truth About Donald Duck (formerly "The Whale That Sang at the Met"), January 8, 1959. WDA.

[170] The Whale That Sang at the Met—Notes from telephone conversation between Walt Disney and Dick Huemer, January 9, 1959. WDA.

[171] Tales from Davey Jones' Locker, February 18, 1959. WDA.

[172] Wilfred Jackson Diaries, in Ross Care, *Disney Legend Wilfred Jackson—A Life in Animation* (Theme Park Press, 2016).

[173] Amid Amidi, "John Dunn," *Animation Blast* #9, 2006.

[174] Amid Amidi, "The Wild and Crazy Miniature Calendar Art of Ant & the Aardvark Creator and Pink Panther Writer John Dunn," on CartoonBrew.com: http://www.cartoonbrew.com/classic/the-calendar-art-of-john-dunn-30857.html.

[175] Julie Svendsen, interviewed by Didier Ghez, July 15, 2016.

[176] Autobiographical notes, 2005. Courtesy: Julie Svendsen; and Walt Peregoy, interviewed by Didier Ghez, March 7, 2007. Unpublished.

[177] Autobiographical notes, 2005. Courtesy: Julie Svendsen; and Walt Peregoy, interviewed by Didier Ghez, March 7, 2007. Unpublished.

[178] Walt Peregoy, interviewed by Julie Svendsen, December 15, 2007, in *Walt's People: Vol. 9*, Didier Ghez, ed. (Xlibris, 2010).

[179] Walt Peregoy, interviewed by Bob Miller, January 1992, in *Walt's People: Vol. 5*, Didier Ghez, ed. (Xlibris, 2007); and Walt Peregoy, interviewed by Julie Svendsen, December 15, 2007, in *Walt's People: Vol. 9*, Didier Ghez, ed. (Xlibris, 2010).

[180] Walt Peregoy, interviewed by Bob Miller, January 1992, in *Walt's People: Vol. 5*, Didier Ghez, ed. (Xlibris, 2007); Walt Peregoy, interviewed by Didier Ghez, March 7, 2007, unpublished; and letter from B. E. Wyatt (Chouinard Business Manager) to Whom It May Concern, February 3, 1949.

[181] Walt Peregoy, interviewed by Bob Miller, January 1992, in *Walt's People: Vol. 5*, Didier Ghez, ed. (Xlibris, 2007).

[182] Walt Peregoy, interviewed by Julie Svendsen, December 15, 2007, in *Walt's People: Vol. 9*, Didier Ghez, ed. (Xlibris, 2010).

[183] Walt Peregoy, interviewed by Julie Svendsen, December 15, 2007, in *Walt's People: Vol. 9*, Didier Ghez, ed. (Xlibris, 2010). The transfer to the Layout and Background Department took place during the last week of March 1955, according to a memo from Ken Peterson to Walt Disney, April 1, 1955 (Subject: Casting). Peregoy assisted Tom Codrick. WDA.

[184] Walt Peregoy, interviewed by Bob Miller, January 1992, in *Walt's People: Vol. 5*, Didier Ghez, ed. (Xlibris, 2007).

[185] Floyd Norman, interviewed by Didier Ghez, August 12, 2016. Unpublished.

[186] Walt Peregoy, interviewed by Julie Svendsen, December 15, 2007, in *Walt's People: Vol. 9*, Didier Ghez, ed. (Xlibris, 2010).

[187] Iwao Takamoto, *My Life with a Thousand Characters* (University of Mississippi Press, 2009).

[188] Rolly Crump, interviewed by Ken Kebow, August 10, 2016. Unpublished.

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[195] Walt Peregoy's resume. Undated. Courtesy: Julie Svendsen.

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ERIC GOLDBERG is best known for his work with Walt Disney Animation Studios. His efforts include supervising animator of the Genie in *Aladdin*, co-directing *Pocahontas*, animating the satyr Phil in *Hercules*, directing two critically-acclaimed sequences in *Fantasia/2000*, and most recently, supervising the hand-drawn animation for Disney's Oscar-nominated *Moana*. In February 2011, Eric was awarded the prestigious Winsor McCay award from ASIFA-Hollywood for lifetime achievement in animation.

SUSAN MCKINSEY GOLDBERG is a renowned animation Art Director, Designer, and Artist. At Walt Disney Animation Studios, Susan art directed two sequences on *Fantasia/2000*, creating a unique look that garnered her the animation industry's highest honor, the Annie Award, for Production Design.

In the 1950s and 1960s, The Walt Disney Studios embarked on a creative revolution brought on by the mid-century modern and graphic sensibilities of a new wave of artists. This volume reveals hundreds of rediscovered images that inspired Disney's shorts and feature films during one of its most prolific eras, while capturing the rich stories of the artists who brought this stylistic revolution to life.

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